

ESQUIRE DEPOSITION SERVICES

	Page 110	Page 112
10:53:12 1	behalf if it involved an Ethypharm client?	10:56:39 1 BY MS. ABREU:
2	A. I don't know who drafted this particular	2 Q. If you could review that.
3	agreement, frankly.	3 Can we agree, Ms. Joannesse, that that
4	Q. Okay. Okay.	4 appears to be the same list as the first page of
10:53:26 5	I'd like to also show you the next	5 Exhibit 5?
6	document.	6 A. Mm-hmm.
7	MS. ABREU: If we could have it marked	7 Q. Do you see where there is -- do you see
8	as Exhibit 5.	8 a handwritten --
9	(Joannesse Deposition Exhibit No. 5	9 A. Yes.
10	was marked for Identification.)	10 Q. -- handwriting on that?
11	BY MS. ABREU:	11 Do you recognize that handwriting?
12	Q. If you could take a look at that.	12 A. No.
13	(Witness reviews document.)	13 Q. Could you please tell us what the
14	BY MS. ABREU:	14 handwriting says?
10:55:06 15	Q. And I'm going to focus on page 1 and	15 A. Litigation pending.
16	then I will point you to another --	16 Q. Litigation pending. Okay.
17	A. Mm-hmm.	17 Does Labor -- or does Ethypharm Spain
18	Q. -- portion of the document that you can	18 have its own separate legal department?
19	review more fully. But --	19 A. No.
10:55:14 20	A. Okay.	20 Q. Okay. Was all of the legal work done
21	Q. -- have you seen page 1 before?	21 out of the legal department in Ethypharm France?
22	A. No.	22 A. Not all. I mean, they were external
	Page 111	Page 113
10:55:18 1	Q. No.	10:57:25 1 counsel as well.
2	Do you -- do you know whose file this	2 Q. External counsel.
3	is?	3 But I mean internal --
4	A. I would imagine it's something which was	4 A. No, no internal.
10:55:22 5	done by Ethypharm Spain. It's -- it comes --	5 Q. Okay. So that would have been in -- in
6	Q. What is the language in which it is	6 your department in Ethypharm France --
7	written?	7 A. Yes.
8	A. French.	8 Q. -- is that correct?
9	Q. Okay.	9 A. Yes.
10:55:36 10	A. I recognize.	10 Q. Okay. To your knowledge, who in your
11	Q. You recognize that it's written in	11 department kept files pertaining to Belmac and
12	French.	12 Belmac agreements?
13	Does Mr. de Basilio speak French?	13 A. Me.
14	A. Yes.	14 Q. You?
10:55:44 15	Q. Fluently?	15 A. Yes.
16	A. Sufficiently enough to, yes, yes --	16 Q. Okay. Do you recall if this was ever in
17	Q. Okay. Okay.	17 your files?
18	A. -- good enough.	18 A. No.
19	MS. ABREU: I'd like to show you and	19 Q. Okay.
10:55:59 20	have marked as Exhibit 6 a -- that's the 2001 list.	20 A. No, it was not in my file.
21	(Joannesse Deposition Exhibit No. 6	21 Q. Okay.
22	was marked for Identification.)	22 A. Not as far as I recall.

29 (Pages 110 to 113)

ESQUIRE DEPOSITION SERVICES
1-866-619-3925

ESQUIRE DEPOSITION SERVICES

	Page 114		Page 116
10:58:00 1	Q. Okay. Do you recall any -- whether any 2 of the particular agreements listed on this list 3 was -- were included in your files?	10:59:53 1	(Witness reviews document.) 2 A. Mm-hmm. 3 Q. Okay. Can you tell us who -- have you 4 seen this before?
10:58:08 5	A. Yes. Q. And what were they? A. What they were? Q. Which -- which of these particular agreements were included in your file?	10:59:59 5	A. No. Q. You have not, okay. A. No. Q. Can you tell us what the writing says this agreement is?
10:58:19 10	A. Well, from the title, I would say the Contrato De Fabricación, Manufacturing Agreement's 11 confidentiality. And I'd have to review the 12 agreement itself (sic) -- Q. Sure. A. -- to know whether I had been or not.	11:00:27 10	A. It's a document, which is a declaration 11 regarding the manufacturing of the products 12 Omeprazole for Cinfa by Belmac, and this is 13 something which is needed for the -- for 14 registration purposes.
10:58:30 15	There are some -- probably I don't have, 16 which are the last -- those between Belmac for 17 sure, I don't have. Q. Between Belmac and -- A. And other companies.	11:00:43 15	Q. Okay. And is that consistent with your 16 understanding that Belmac had direct contacts and 17 communications with Ethypharm clients?
10:58:43 20	Q. -- and other parties such as Belmac and 21 Zyma? A. Yes.	11:00:56 20	A. Yes. Q. Okay. To your knowledge, was there any equivalent document between Cinfa and Bentley Pharmaceuticals in the United States? A. I -- I don't know.
	Page 115		Page 117
10:58:46 1	Q. Belmac Pharmaceutical? A. Yes. Q. Or Belmac Fournier -- A. Cinfa.	11:01:05 1	Q. Okay. You don't know of any? A. No -- Q. Okay. A. -- I don't know of any.
10:58:47 5	Q. Cinfa. A. All these, I don't have. Q. Okay. Do you know who may have had those? A. Apparently, Ethypharm Spain had them, I guess, I imagine.	11:01:10 5	Q. Okay. Can you tell us, aside from the documents listed here, do you recall any documents back to page 1 or -- of Exhibit 5 or Exhibit 6, can you tell us any documents that were included in your files that are not listed on this list?
10:58:59 10	Q. Do you -- A. Because I don't have them, and it's listed on Ethypharm Spain documents so. Q. Okay. Okay. Could you take a look at -- it's toward the end of this document. It's a -- it's a contract between Belmac and Cinfa?	11:01:40 10	A. Yes. There are -- well, these are probably signed documents. So obviously, there are documents which are draft documents which are not listed, and that's normal. Otherwise, I can't tell. I don't have all the documents in my head.
10:59:11 15	A. Mm-hmm. Q. Which -- A. Which I -- Q. It is Bates-labeled EP 008157.	11:01:57 15	I know those I had in my file, but if there are more, maybe. Q. So you believe there's some draft documents that are missing?
10:59:24 20	A. 5787? Q. 8157.	11:02:12 20	A. Draft documents, yes. But that may not be the purpose of this file -- Q. Okay. A. -- because it seems that everything is

30 (Pages 114 to 117)

ESQUIRE DEPOSITION SERVICES
1-866-619-3925

e70537fb-d96b-

JT-A-732

ESQUIRE DEPOSITION SERVICES

	Page 118	Page 120
11:02:24 1	signed documents.	11:03:36 1 Q. Sure.
2	Q. Sure.	2 A. -- so.
3	Do you recall any signed documents that	3 Q. And could you tell us approximately was
4	are missing that -- that were in your file but that	4 it a meter? A meter and a half?
11:02:24 5	are not in this file?	11:03:41 5 A. Yeah, several, several boxes.
6	A. I tell you I don't have the -- in my	6 Q. Several boxes?
7	heads the list of all the documents that I had	7 A. Yes.
8	filed in my files. So --	8 Q. Okay. Do you remember approximately how
9	Q. Mm-hmm.	9 many boxes?
11:02:30 10	A. -- I know it dates back three -- more	11:03:51 10 A. Well, two -- two cartons, maybe. It
11	than three years ago.	depends because it -- it was classified by year --
12	Q. Sure.	12 Q. Sure.
13	Before you left Ethypharm, while you	13 A. -- so --
14	were employed at Ethypharm, did you ever destroy	14 Q. So two cartons about a meter each?
11:02:39 15	any documents in your file?	11:04:02 15 A. Yes, maybe.
16	A. No.	16 Q. Okay.
17	Q. In your Belmac --	17 A. Maybe it was including all elements
18	A. No.	18 until I left.
19	Q. -- or Bentley file?	19 Q. Sure.
11:02:44 20	No?	11:04:10 20 And out of those two cartons about a
21	A. No.	21 meter each, do you recall how many documents named
22	Q. Okay.	22 Bentley specifically?
	Page 119	Page 121
11:02:44 1	A. I'm not the type of destroying.	11:04:22 1 A. There were -- well, probably a big
2	Q. Sure.	2 binder.
3	At the time you left Ethypharm was that	3 Q. A big binder?
4	file still there?	4 A. Yeah. Well, it depends because it's --
11:02:51 5	A. Yes.	11:04:32 5 you know, it -- it was documents both with Belmac
6	Q. Okay.	6 and Bentley. Everything was in the same carton so
7	A. Yes.	7 it was not specific to Bentley.
8	Q. Did you have any list of documents	8 Q. Sure.
9	that -- or index to that file?	9 A. So everything, you know, you could find
11:02:59 10	A. No, I was not so well organized. I	11:04:43 10 things on Bentley in the big cartons or not. To
11	had -- my -- my file was classified, but I just	11 tell you, it's the size of one binder of one
12	don't remember if I made a list. I received a list	12 carton, I can tell, I mean, but it's -- everything
13	once from Spain with the documents they sent me,	13 is -- was just one file.
14	but they didn't send me everything, but that's all.	14 Q. It was all one file. Right?
11:03:19 15	Q. Do you --	11:04:56 15 A. Yes.
16	A. So I don't have -- it's not well	16 Q. I understand that.
17	organized as you may expect it.	17 But out of that one file, do you
18	Q. Sure, sure.	18 remember approximately how many of those documents
19	Do you recall approximately how big your	19 named Bentley specifically?
11:03:28 20	Belmac-Bentley file was?	11:05:04 20 A. Frankly speaking. No.
21	A. Oh, yes. It's -- it was very big	21 Q. No?
22	because it was over several, several years --	22 A. Not.

31 (Pages 118 to 121)

ESQUIRE DEPOSITION SERVICES
1-866-619-3925

e70537fb-d96b-4

JT-A-733

ESQUIRE DEPOSITION SERVICES

	Page 122		Page 124
11:05:06 1	Q. Okay. Was it --	11:07:38 1	put in written -- in writing an agreement in
2	A. It was a draft agreements. You know, in	2	principal.
3	the binders, you have several drafts of several	3	Q. Okay. And when you say "collaboration,"
4	documents. It would probably be the same,	4	do you mean with regard to Omeprazole and the other
11:05:13 5	different level of preparations, letters. There	5	pellet drugs in Spain?
6	were some exchange of letters that Bentley had --	6	A. Yes.
7	Q. Mm-hmm.	7	Q. And could you tell us -- could you read
8	A. -- if you want to speak about Bentley	8	to us the company's lifted -- listed after it says
9	specifically.	9	between the undersigned --
11:05:24 10	Q. Mm-hmm.	11:08:01 10	A. Mm-hmm.
11	A. You had agreements, which were involving	11	Q. -- could you read that first sentence.
12	Bentley's, draft agreements involving Bentley's.	12	A. Ethypharm S.A. with corporate domicile
13	So, I mean, it's difficult to say. It's --	13	at Marques de la Ensenada, 16, Madrid, Spain.
14	Q. Okay. Would you say the majority of the	14	Q. And who represents Ethypharm S.A.
11:05:34 15	documents in that file were concerning Belmac?	15	Madrid, Spain?
16	A. Obviously, yes.	16	A. Mr. Debrégeas.
17	Q. Okay. Okay. I'd like to show you some	17	Q. Okay. And who is the other party to the
18	drafts.	18	document if you could read --
19	MS. ABREU: Number 7.	19	A. Laboratorios Belmac S.A. with corporate
11:05:50 20	(Joannesse Deposition Exhibit No. 7 was marked for Identification.)	20	domicile at Paseo de la Castellana 149, Madrid.
21		21	Q. Okay. And who represents -- could you
22	THE WITNESS: Thank you.	22	read the line that says below Belmac represented
	Page 123		Page 125
11:06:30 1	BY MS. ABREU:	11:08:35 1	by?
2	Q. If you could please let me know when	2	A. Represented by its Executive Director:
3	you've had a chance to review the document marked	3	Mr. James R. Murphy.
4	as Exhibit 7.	4	Q. Okay. And could you tell me,
11:06:40 5	(Witness reviews document.)	5	Ms. Joannesse, where in that document we can see
6	A. Yes.	6	the word "Bentley"?
7	Q. Okay. Have you seen this document	7	A. There is no word of Bentley in this
8	before?	8	document, as you can read.
9	A. Yes, yes, I have.	9	Q. Okay. So Bentley is not mentioned in
11:07:09 10	Q. Did you -- were you involved in drafting	10	that.
11	this --	11	And at this time you agree, would you
12	A. Yes.	12	not, that you testified earlier that from the very
13	Q. -- document?	13	beginning you knew that Mr. Murphy was both -- had
14	Who asked you to draft this document?	14	a role at Laboratorios Belmac and also his role as
11:07:16 15	A. The management: Mr. Debrégeas and	15	chairman and CEO of Bentley; is that --
16	Mr. Leduc.	16	A. Yes.
17	Q. Did you draft this by yourself?	17	Q. -- correct?
18	A. Yes.	18	So you knew when you drafted this
19	Q. And can you tell me what this document	19	agreement that he also had a position at Bentley
11:07:32 20	is?	20	Pharmaceuticals --
21	A. This is an agreement regarding the	21	A. Yes.
22	collaboration between the two companies trying to	22	Q. -- is that correct?

32 (Pages 122 to 125)

ESQUIRE DEPOSITION SERVICES
1-866-619-3925

e70537fb-d96b-4

JT-A-734

ESQUIRE DEPOSITION SERVICES

	Page 126		Page 128
11:09:25 1	A. Yes.	11:11:07 1	A. Mm-hmm.
2	It was just as Mr. Debrégeas had both	2	Q. -- used to manufacture and control
3	positions with the two companies.	3	Ethypharm's products that were -- were those
4	Q. Sure, sure.	4	machines -- is that -- is it your understanding
11:09:31 5	Why is it that you did not list	5	that these machines refer to the machines you
6	Mr. Murphy's position at Bentley Pharmaceutical on	6	referred to earlier that were installed at the
7	this agreement?	7	Zaragoza facility.
8	A. Because these agreements were between	8	A. Yes.
9	two Spanish companies located in -- in Spain. But	9	Q. Okay. And is it also your understanding
11:09:41 10	that doesn't mean that the parent company were not	10	that there were no machines installed in any
11	involved --	11	Bentley facility in the United States --
12	Q. Mm-hmm.	12	A. Yes.
13	A. -- in -- in the corporation contained in	13	Q. -- that refers to here? Okay.
14	this. But that's normal that the agreement being	14	And why were no machines installed in --
11:09:58 15	signed between the two Spanish company (sic), the	15	in any Bentley facilities in the United States?
16	people assigned on their own behalf on these two	16	A. Because Bentley was not a
17	companies.	17	manufacturer --
18	Q. Okay. And would you agree,	18	Q. Okay.
19	Ms. Joannesse, that earlier today you told me that	19	A. -- of the product and the product was to
11:10:04 20	there were no legal impediments to adding the name	20	be manufactured in Spain.
21	of -- as long as the Spanish subsidiary was listed	21	Q. Do you see under clause three --
22	that there was no legal impediment, to your	22	A. Mm-hmm.
	Page 127		Page 129
11:10:14 1	knowledge, to also listing the parent company in an	11:12:03 1	Q. -- where it mentions that Ethypharm is
2	agreement?	2	also renting from Belmac technicians that have been
3	A. Yes. But that doesn't mean that it has	3	trained locally by Ethypharm?
4	to be.	4	A. Mm-hmm.
11:10:21 5	Q. Okay.	11:12:14 5	Q. Does that -- what does the word
6	A. So you can't --	6	"locally" refer to?
7	Q. But there was no legal impediment to	7	A. Locally it means that they have been
8	that. Correct?	8	trained in the plant.
9	A. As far as I know.	9	Q. In Zaragoza?
11:10:25 10	Q. Okay.	11:12:25 10	A. In Zaragoza.
11	A. I may be misunderstanding --	11	Q. Okay. Do you know who was trained by
12	Q. Sure.	12	Ethypharm --
13	A. -- or mistaken.	13	A. No --
14	Q. Could you please turn to the second page	14	Q. -- in Zaragoza?
11:10:43 15	of this agreement.	11:12:30 15	A. -- I don't know the name of -- of the
16	Do you see under clause two where it	16	people.
17	says that Ethypharm rents Belmac's facilities	17	Q. Do you know who at Ethypharm trained the
18	located in Zaragoza?	18	Belmac employees in Zaragoza?
19	A. Mm-hmm.	19	A. I would imagine Domingo Bernabe and
11:11:03 20	Q. Do you see the second paragraph under	20	maybe other people coming from France.
21	clause two that mentions machinery and	21	Q. Okay. Do you know who else from France
22	equipments --	22	would have been there with Mr. Bernabe?

33 (Pages 126 to 129)

ESQUIRE DEPOSITION SERVICES
1-866-619-3925

e70537fb-d96b-46

JT-A-735

ESQUIRE DEPOSITION SERVICES

	Page 130		Page 132
11:12:51 1	A. No.	11:14:54 1	don't know to whom specifically --
2	Q. Okay. To your knowledge were any	2	A. Yes.
3	Bentley employees ever trained by Mr. Bernabe?	3	Q. -- the confidential information was
4	A. I don't know. I don't know.	4	given, but is it your understanding that it was
11:13:01 5	Q. Okay. You don't know of any?	5	given to people in Zaragoza to Belmac employees in
6	A. No, I don't know.	6	Zaragoza?
7	Q. Okay. Do you see under clause four	7	A. I think it was given -- they were given
8	where it says that Ethypharm has communicated to	8	to people at Bent -- at Belmac for sure.
9	Belmac confidential information --	9	Q. In -- in Spain?
11:13:20 10	A. Mm-hmm.	10	A. Zaragoza or Madrid, I don't know.
11	Q. -- among which, but not limited to,	11	Q. Okay. To your knowledge was any such
12	documentation relative to manufacturing processes,	12	confidential information given to any employee of
13	quality and analytical procedures?	13	Bentley in the United States?
14	A. Mm-hmm.	14	A. I don't know. I don't know
11:13:32 15	Q. Do you know to whom Ethypharm	15	specifically.
16	communicated the -- such confidential information?	16	Q. Okay. To your knowledge was any such
17	A. To whom precisely, not. I mean, it has	17	confidential information ever given to Mr. Murphy?
18	been done over the years. So I would imagine	18	A. I don't know. But Mr. Murphy was -- was
19	several people have been involved in it and have	19	very aware -- aware of all the problems. So that,
11:13:47 20	received the confidential information.	20	I can't tell.
21	Q. Okay. Would you -- would it have been	21	Q. But don't know if it was --
22	your practice to have the people who received the	22	A. Yes.
	Page 131		Page 133
11:13:57 1	confidential information signed one of the	11:15:41 1	Q. -- specifically --
2	confidentiality agreements that you drafted?	2	A. Yes.
3	A. Normally, there is a general	3	Q. -- given to him?
4	confidentiality agreement to be signed by the	4	Was this document marked as Exhibit
11:14:06 5	company and, in which every employee, and the	5	Seven signed to your knowledge?
6	mother company, and everybody normally is involved.	6	A. No, it's not signed.
7	I don't know if it was done at the time	7	Q. And do you know why it wasn't signed?
8	that Rimafar, which is the very beginning of the	8	A. Because, like most agreements, you know,
9	corporation. I know that we had specific	9	you prepare them and they -- they were discussed
11:14:22 10	confidentiality agreements signed with some of the	10	and finally we didn't reach an agreement or I don't
11	employees because these employees were very much	11	know. Well, you know, it's --
12	involved in the manufacturing process.	12	Q. Sure.
13	Q. In Zaragoza?	13	A. -- difficult to say.
14	A. In Zaragoza.	14	Q. Were you involved in the discussions or
11:14:35 15	Q. Okay.	15	negotiations of Exhibit 7?
16	A. There may be other confidentiality	16	A. Well, I -- I did prepare it.
17	agreements which were signed but I don't recall.	17	Q. Mm-hmm.
18	Q. Okay. Do you recall any confidentiality	18	A. I did review. And if -- I don't know
19	agreements being signed by any employees of Bentley	19	for this specific one if anybody had made any
11:14:47 20	in the United States?	20	comments on it. But usually when there was
21	A. Of Bentley, not.	21	comments, I was involved with the comments. But I
22	Q. Okay. Do you recall -- I understand you	22	was not involved with direct negotiation.

34 (Pages 130 to 133)

ESQUIRE DEPOSITION SERVICES
1-866-619-3925

e70537fb-d96b-4

JT-A-736

ESQUIRE DEPOSITION SERVICES

	Page 134		Page 136
11:16:32 1	Q. Okay. Do you know who was?	11:19:31 1	review Exhibit 8.
2	A. Well, I would imagine Patrice Debrégeas,	2	(Witness reviews document.)
3	Gerard Leduc, and Adolfo de Basilio.	3	A. Yes.
4	Q. And on behalf of Belmac do you know?	4	Q. Okay. Have you seen this document
11:16:41 5	A. Well, besides local people, the general	5	before?
6	manager at Belmac, Jim Murphy, was involved with	6	A. Not in my file.
7	all strategy agreements.	7	Q. Not in your file?
8	Q. Do --	8	A. Mm-hmm.
9	A. He was aware of it and --	9	Q. But have you seen it outside of your
11:16:55 10	Q. Do you --	10	file?
11	A. -- he was discussing with	11	A. In the preparation of the -- the
12	Patrice Debrégeas and Gerard Leduc directly.	12	deposition.
13	Q. With -- with regard to Exhibit 7?	13	Q. Aside from that, do you recall seeing
14	A. For this one specifically, I can't tell.	14	it --
11:17:08 15	Q. Okay.	15	A. No.
16	A. But I know that's -- usually, that was	16	Q. -- before?
17	the process.	17	A. No.
18	Q. Okay. And the G -- the general manager	18	Q. Okay. Do you recognize the handwriting
19	of Belmac?	19	on page 1?
11:17:10 20	A. Yes, the general manager of Belmac as	20	A. No, I don't recognize. It can be
21	well, obviously.	21	Mr. de Basilio or somebody else.
22	Q. Okay. So the general manager and the	22	Q. Okay. Do you recall whether you or any
	Page 135		Page 137
11:17:17 1	executive director of Belmac?	11:20:09 1	-- were -- were you involved in negotiations around
2	A. Yeah. But this one, for this specific	2	this time between Ethypharm and Laboratorios
3	one, I guess that Jeff -- James Murphy was	3	Belmac?
4	involved --	4	A. No. In this type of contract, you know,
11:17:23 5	Q. Okay.	5	Fabricación Por Terceros De Productos
6	A. -- because his name was down, and it's	6	Farmacéuticos, these are very technical contracts
7	in English.	7	usually, you know. It's not main -- main
8	Q. Okay. And -- but you don't recall that	8	agreements --
9	specifically?	9	Q. If I could --
11:17:30 10	A. Specifically, not.	10	A. -- so.
11	Q. Okay.	11	Q. -- ask, just -- just for clarity of the
12	The bug is here.	12	record, if you wouldn't mind giving us in English
13	If I could show you another draft.	13	what Contrato De Fabricación Por Terceros means?
14	A. Mm-hmm.	14	A. It's a tall manufacturing agreement.
11:18:38 15	MS. ABREU: Okay. I'd like to have that	15	It's a manufacturing agreement for third parties of
16	marked as the next exhibit, please.	16	pharmaceuticals products.
17	(Joannesse Deposition Exhibit No. 8	17	Q. Okay. And could you tell us which
18	was marked for Identification.)	18	companies this is -- this agreement states that
19	(Witness reviews document.)	19	it's between, this -- this draft?
11:19:26 20	BY MS. ABREU:	20	A. Apparently, it's between Ethypharm S.A.
21	Q. And again, Ms. Joannesse, if you could	21	And Belmac I would imagine, because the first part
22	please let me know when you've had a chance to	22	is not -- is not filled in.

35 (Pages 134 to 137)

ESQUIRE DEPOSITION SERVICES
1-866-619-3925

e70537fb-d96b-4

JT-A-737

ESQUIRE DEPOSITION SERVICES

	Page 138		Page 140
11:21:10 1	Q. Okay. Belmac S.A. and Ethypharm S.A.	11:28:42 1	Ms. Joannesse?
2	A. Mm-hmm.	2	A. Uh, this particular one, no. But I
3	Q. Do you know whether this refers to	3	recall I have seen this type of document, Contrato
4	Belmac -- Ethypharm S.A. France or Spain?	4	De Fabricación, this manufacturing agreements for
11:21:18 5	A. I would imagine it's Ethypharm Spain.	11:28:51 5	third parties, but this particular draft -- this
6	Q. And would you turn to Annex Two, which I	6	particular document, no.
7	believe states which drugs this agreement pertains	7	Q. Okay. And I presume, then, if you
8	to?	8	haven't seen them, that you're not involved in
9	A. No.	9	drafting it?
11:21:42 10	Q. Okay.	11:29:06 10	A. No. And they are in Spanish so you can
11	A. There's no Annex Two.	11	see.
12	Q. It's not attached. Okay.	12	Q. To your knowledge, who would have
13	Could you please turn to the first page	13	drafted agreements in Spanish between Ethypharm
14	of the contract that's attached to that, that	14	S.A. and Laboratorios Belmac --
11:22:08 15	states what is dated 3/09/1997.	11:29:19 15	A. Um --
16	A. I just have one document.	16	Q. -- on Ethypharm --
17	MS. HIGGINS: Do you want it?	17	A. I believe that they were searching the
18	MS. ABREU: Oh, did you only give -- is	18	assistance of Mr. Perez Sendino but I -- I don't
19	this attached to it? Oh, okay. Yes, please.	19	know exactly if it's him who drafted this, but I
11:22:27 20	I apologize.	11:29:28 20	would imagine he did it, or maybe it comes from
21	We'll mark as Exhibit 9, okay?	21	Belmac. I don't know, otherwise, so.
22	It's this one (indicating). It's	22	Q. And who is Mr. Sendino?
	Page 139		Page 141
11:22:32 1	3/9/97.	11:29:35 1	A. He was the outside counsel.
2	BY MS. ABREU:	2	Q. And is that outside counsel of Ethypharm
3	Q. And Ms. Joannesse, can you -- to your	3	Spain in Madrid?
4	knowledge was -- have you -- to your knowledge, was	4	A. Mm-hmm, yes. But this -- this first
11:23:10 5	Exhibit 8 ever executed?	5	draft could come from Belmac as well.
6	A. I can't tell.	6	Q. Okay.
7	Q. Okay. You -- so you don't know?	7	A. I mean, I don't know.
8	A. No, I don't know.	8	Q. So would you agree that this is a draft
9	MS. ABREU: I'd like to have this marked	9	between Ethypharm S.A. and Laboratorios Belmac
11:25:49 10	as the next exhibit, please.	11:30:04 10	S. A.?
11	(Joannesse Deposition Exhibit No. 9	11	A. Yes, it's the same document as -- as the
12	was marked for Identification.)	12	former one, No. 8.
13	THE WITNESS: Thank you.	13	Q. Okay.
14	MS. ABREU: If I could just check one	14	MS. ABREU: I'd like to mark that as the
11:26:21 15	thing in that before . . .	15	next exhibit, please.
16	Thank you.	16	(Joannesse Deposition Exhibit No. 10
17	BY MS. ABREU:	17	was marked for Identification.)
18	Q. If you could take some time to review	18	THE WITNESS: Thank you.
19	that.	19	(Witness reviews document.)
11:27:47 20	(Witness reviews document.)	11:31:59 20	BY MS. ABREU:
21	BY MS. ABREU:	21	Q. Have you had a chance to -- to review
22	Q. Have you seen that document before,	22	Exhibit 10?

36 (Pages 138 to 141)

ESQUIRE DEPOSITION SERVICES
1-866-619-3925

e70537fb-d96b-4

JT-A-738

ESQUIRE DEPOSITION SERVICES

	Page 142	Page 144
11:32:03 1	A. I probably did because I've been copied.	11:34:20 1 Q. -- fully executed.
2	Q. You've been copied on it, okay.	2 MS. ABREU: I'd like to -- I'd like to
3	A. Mm-hmm.	3 mark that as the next exhibit for identification,
4	Q. And could you tell us what it states, if	4 please.
11:32:11 5	you wouldn't mind translating that into English?	11:35:10 5 (Joannes Deposition Exhibit No. 11
6	A. Yes.	6 was marked for Identification.)
7	You will find attached the agreements to	7 (Witness reviews document.)
8	be signed with Belmac as well as other documents	8 BY MS. ABREU:
9	which have already been signed today and which	9 Q. Have you seen this document --
11:32:24 10	seems very important to -- which seems important to	10 A. Yes.
11	us.	11 Q. -- before --
12	Q. And who is it from?	12 A. Yes.
13	A. From Adolfo de Basilio.	13 Q. -- Exhibit 11?
14	Q. And who is it to?	14 A. Yes.
11:32:34 15	A. To Patrice Debrégeas.	15 Q. And could you tell us what it is.
16	Q. And you mentioned you were copied on it.	16 A. It's a manufacturing agreement.
17	A. It's addressed to me, yeah.	17 Q. And who was it between?
18	Q. Okay. Okay. And could you tell us the	18 A. It's between Laboratorios Belmac and
19	date of that -- of Exhibit 10?	19 Laboratorios Ethypharm S.A.
11:32:46 20	A. Twenty-fourth of February 2000.	11:35:58 20 Q. And who represents Laboratorios Belmac
21	Q. Okay. And would it have been your	21 in the agreement marked as Exhibit 11?
22	practice to review any documents that were sent --	22 A. Adolfo Herrera.
	Page 143	Page 145
11:32:59 1	that were copied to you?	11:36:05 1 Q. And who represents Ethypharm S.A. in the
2	A. Yes.	2 document marked as Exhibit 11?
3	Q. Okay. Would it have been your practice	3 A. Adolfo de Basilio.
4	to review any contracts that may have been attached	4 Q. Were you involved in drafting this
11:33:07 5	to documents sent -- sent to you?	5 agreement?
6	A. Probably, yes.	6 A. No.
7	Q. Do you know if there were any -- there	7 Q. Do you know who was?
8	were ever any executed manufacturing agreements	8 A. Ethypharm Spain probably and Belmac, but
9	between Ethypharm Spain and Belmac?	9 I think it was done locally.
11:33:47 10	A. I know of the first one of 1991. It's	11:36:27 10 Q. And when you say Ethypharm Spain, does
11	Rimafar. It was Rimafar so it's not with Belmac.	11 that include Adolfo de Basilio?
12	Small -- it's probably a small manufacturing	12 A. I imagine so. I imagine he has reviewed
13	agreements. But a big one, summarizing the whole	13 it for signing it.
14	corporation -- cooperation between the parties, I	14 Q. Okay. Did you review this document
11:34:05 15	don't recall.	15 before it was signed?
16	Q. Okay. And just to clarify, the	16 A. I just don't recall. I think probably
17	agreement with Rimafar was -- I believe it was your	17 I -- I saw it, but this is not the type of document
18	testimony earlier today that it was not signed in	18 I would have accepted to be signed.
19	its entirety; is that correct?	19 Q. But you saw it before it was signed?
11:34:17 20	A. Right, correct.	20 A. I can't recall exactly but I -- maybe,
21	Q. So it wasn't --	21 maybe. And if I -- if I saw it, I probably made
22	A. No.	22 comments, because I -- I wouldn't have agreed to

ESQUIRE DEPOSITION SERVICES

Page 146	Page 148
<p>11:37:09 1 this type of document to be signed.</p> <p>2 Q. Why not?</p> <p>3 A. Because it was not reflecting properly</p> <p>4 the corporation.</p> <p>11:37:18 5 Q. And what do you mean by that?</p> <p>6 A. It looks as a manufacturing agreement</p> <p>7 only, and it's -- it's not sufficiently covering</p> <p>8 the exact situation between the two companies.</p> <p>9 We've tried to make other agreements in the past,</p> <p>10 and this one was more small agreement.</p> <p>11 Q. Okay. Between -- so -- and when you say</p> <p>12 between the two companies, between Belmac --</p> <p>13 A. Yes --</p> <p>14 Q. -- and Ethypharm?</p> <p>11:37:47 15 A. -- just the working documents, something</p> <p>16 which would help the business going on.</p> <p>17 Q. Were you involved in the negotiation of</p> <p>18 this agreement?</p> <p>19 A. No.</p> <p>11:37:54 20 Q. Do you know who it was?</p> <p>21 A. Oh, uh, Adolfo -- Adolfo I suppose</p> <p>22 and -- the two Adolfos.</p>	<p>11:39:21 1 travel to the United States when negotiating this</p> <p>2 agreement marked as Exhibit 11?</p> <p>3 A. I can't tell.</p> <p>4 Q. You don't know?</p> <p>11:39:27 5 A. No, I don't know.</p> <p>6 Q. Okay. To your knowledge was the</p> <p>7 agreement marked as Exhibit 11 negotiated in Spain</p> <p>8 between the two Adolfos, Mr. Debrégeas and</p> <p>9 Mr. Herrera?</p> <p>11:39:41 10 A. As I told you, I believe so, but I can't</p> <p>11 swear this was the case.</p> <p>12 Q. Could you please turn to page 2 of that</p> <p>13 agreement.</p> <p>14 A. Mm-hmm.</p> <p>11:39:54 15 Q. Do you recognize the signature below</p> <p>16 Ethypharm S.A.?</p> <p>17 A. Yes.</p> <p>18 Q. And whose signature is that?</p> <p>19 A. Adolfo de Basilio.</p> <p>11:40:03 20 Q. Okay. Do you recognize the signature on</p> <p>21 behalf of Belmac S.A.?</p> <p>22 A. No, I don't recognize the signature.</p>
Page 147	Page 149
<p>11:38:01 1 Q. The two Adolfos.</p> <p>2 So just to clarify for the record, do</p> <p>3 you mean by the two Adolfos, Mr. de Basilio and</p> <p>4 Mr. Herrera?</p> <p>11:38:11 5 A. Mr. Herrera, yes.</p> <p>6 Q. Okay. To your knowledge was</p> <p>7 Mr. de Basilio directed by anyone at Ethypharm to</p> <p>8 enter into and negotiate this agreement?</p> <p>9 A. That's a question you have to ask</p> <p>11:38:27 10 Mr. de Basilio because I can't answer for him.</p> <p>11 Q. But to your knowledge.</p> <p>12 A. Well, there was a general manager at the</p> <p>13 time. There was Pierre Germain, at the time, who</p> <p>14 was directing the Ethypharm S.A. France company.</p> <p>11:38:43 15 There was also Gerard Leduc and Patrice Debrégeas</p> <p>16 so.</p> <p>17 Q. Who did Mr. De Basilio report to at the</p> <p>18 time?</p> <p>19 A. I think Pierre Germain.</p> <p>11:38:57 20 Q. And who did Mr. Germain report to?</p> <p>21 A. Patrice Debrégeas and Gerard Leduc.</p> <p>22 Q. Are you -- to your knowledge, did anyone</p>	<p>11:40:11 1 Q. Do you have any reason to believe that</p> <p>2 that is not Mr. Herrera's signature?</p> <p>3 A. I have no reason to believe it is not</p> <p>4 his signature.</p> <p>11:40:18 5 Q. Okay. But you agree, do you not, that</p> <p>6 it states -- page 1 states that Mr. Herrera is</p> <p>7 representing Belmac in this agreement?</p> <p>8 A. Yes, that's what is written.</p> <p>9 Q. Okay. Could you please tell me,</p> <p>11:40:29 10 Ms. Joannesse, where in this agreement there is a</p> <p>11 reference to Bentley Pharmaceuticals?</p> <p>12 A. There is no reference to Bentley</p> <p>13 Pharmaceuticals.</p> <p>14 Q. Could you please tell me, Ms. Joannesse,</p> <p>11:40:40 15 where in this agreement there is a reference to</p> <p>16 Mr. Jim Murphy?</p> <p>17 A. There is no reference to Mr. Jim Murphy.</p> <p>18 Q. Did you, personally, around -- in or</p> <p>19 around March of 2000 when this agreement was signed</p> <p>21 after you saw it, did you ever ask anyone at</p> <p>22 Bentley to join Belmac as a signatory to this</p>

38 (Pages 146 to 149)

ESQUIRE DEPOSITION SERVICES
1-866-619-3925

ESQUIRE DEPOSITION SERVICES

	Page 150		Page 152
11:41:13 1	A. No.	11:43:37 1	A. It's not anymore.
2	Q. Okay. To your knowledge, did anyone	2	Q. It's not.
3	else at Ethypharm ever ask in or around March of	3	Do you recall how it ended?
4	2000 ever ask anyone at Bentley to join	4	A. Yes.
11:41:23 5	Laboratorios Belmac --	11:43:40 5	Q. And how was that?
6	A. I don't know.	6	A. There was a termination letter, which
7	Q. -- as a signatory to Exhibit 11?	7	was sent to both this agreement and another
8	A. I don't know.	8	agreement, which is directly related to this one,
9	Q. Okay. So you don't -- you haven't heard	9	which is a purchase agreement commitment by Belmac
11:41:32 10	of anyone --	11:43:55 10	from Rimafar. And both agreements were terminated.
11	A. No.	11	They were signed the same day and they were
12	Q. -- who did that? Okay.	12	terminated the same day. It was in November 2001.
13	Could you please turn to page 2 of the	13	Q. Okay. Do you recall who that letter was
14	documented marked as Exhibit 11.	14	from?
11:41:53 15	Do you see a clause F?	11:44:12 15	A. Yes. From Belmac.
16	A. Mm-hmm.	16	Q. And do you recall who at Belmac?
17	Q. Could you please -- and we would rely on	17	A. I think that Adolfo Herrera signed.
18	your language abilities, if you wouldn't mind	18	Q. Okay. And we'll have that for you in
19	reading that into the record in English.	19	one minute.
11:42:05 20	A. F, you mean. Right?	11:44:26 20	If I could just have you turn to the
21	Q. F.	21	annex of the agreement marked as Exhibit 11.
22	A. It means that the parties renounced,	22	A. Mm-hmm.
	Page 151		Page 153
11:42:22 1	expressly renounced, to the court that -- come to	11:44:32 1	Q. And tell us which pharmaceutical product
2	them and agreed that the courts of Madrid will	2	this agreement concerns.
3	be -- will be those which -- to which we -- the	3	A. It concerns Omeprazole.
4	parties will refer in case of litigation between	4	Q. Thank you.
11:42:42 5	them that cannot be resolved in an amicably way.	11:45:18 5	MS. ABREU: If I could have that
6	Q. Okay. After you saw this agreement	6	document marked as Exhibit 12, please.
7	before it was signed did you ever suggest to	7	(Joannes Deposition Exhibit No. 12
8	Mr. de Basilio that he include that the courts of	8	was marked for Identification.)
9	the United States should have jurisdiction over	9	THE WITNESS: Thank you.
11:43:01 10	disputes concerning the agreement marked as	11:45:33 10	(Witness reviews document.)
11	Exhibit 11?	11	BY MS. ABREU:
12	A. No.	12	Q. Have you had a chance to review
13	Q. To your knowledge, did anyone else at	13	exhibit -- the document marked as Exhibit 12?
14	Ethypharm ever suggest to Mr. Basilio -- de	14	A. Yes.
11:43:16 15	Basilio, before he signed this agreement, that he	11:46:21 15	Q. And is that -- have you seen that
16	should also include that the courts of the United	16	document before?
17	States would have jurisdiction over any disputes	17	A. Yes.
18	concerning the agreement marked as Exhibit 11?	18	Q. And is that the document you referred to
19	A. I don't know if anyone suggested that to	19	when you stated that the manufacturing agreement
11:43:26 20	him.	11:46:33 20	marked as Exhibit 11 was terminated?
21	Q. Okay. Do you know whether this	21	A. Yes.
22	agreement is still in effect?	22	Q. Okay. Could you tell us the date on the

39 (Pages 150 to 153)

ESQUIRE DEPOSITION SERVICES
1-866-619-3925

e70537fb-d96b-4

JT-A-741

ESQUIRE DEPOSITION SERVICES

Page 154	Page 156
<p>11:46:39 1 document marked as Exhibit 12?</p> <p>2 A. Yes. Fourteenth of November 2001.</p> <p>3 Q. And could you please tell us who -- who</p> <p>4 exhibit -- who this letter is from.</p> <p>11:46:52 5 A. Belmac -- Laboratorios Belmac.</p> <p>6 Q. And who is representing Laboratorios</p> <p>7 Belmac?</p> <p>8 A. Adolfo Herrera.</p> <p>9 Q. Okay. And who is -- is Exhibit 12 sent</p> <p>11:47:02 10 to?</p> <p>11 A. Laboratorios Ethypharm S.A.,</p> <p>12 Adolfo de Basilio.</p> <p>13 Q. Thank you.</p> <p>14 And could you please read into the</p> <p>11:47:16 15 record paragraph 1 of that --</p> <p>16 A. This one?</p> <p>17 Q. -- letter.</p> <p>18 Yes, please.</p> <p>19 A. We -- we sent this letter as counterpart</p> <p>11:47:36 20 to the manufacturing agreement of microgranules of</p> <p>21 Omeprazole, dated or signed on the 23rd of</p> <p>22 March 2000.</p>	<p>11:48:49 1 Q. Okay. Prior to seeing this letter were</p> <p>2 you aware that the contract marked as Exhibit 11</p> <p>3 was about to be terminated?</p> <p>4 A. No.</p> <p>11:48:59 5 Q. Was this the first time you found out?</p> <p>6 A. Yes.</p> <p>7 Q. Can you tell us what this stationery, on</p> <p>8 what stationery the letter marked as Exhibit 12 is</p> <p>9 on?</p> <p>11:49:17 10 A. It's on Laboratorios Belmac stationery.</p> <p>11 Q. Thank you.</p> <p>12 Did anyone ever explain to you why this</p> <p>13 agreement was terminated by Mr. Herrera?</p> <p>14 A. Because -- well, this, at the time, that</p> <p>11:49:47 15 they -- they had their own patent and their own</p> <p>16 formulation of Omeprazole.</p> <p>17 Q. And just to clarify for the record, I --</p> <p>18 when you say "they," who do you mean?</p> <p>19 A. Well, Belmac Bentley, both, because</p> <p>11:50:01 20 they -- Bentley had mentioned also they had patents</p> <p>21 on Omeprazole. So it was -- they were talking --</p> <p>22 they were talking about the two companies at the</p>
Page 155	Page 157
<p>11:47:59 1 Q. And could you please read into the</p> <p>2 record the last paragraph -- the third paragraph of</p> <p>3 that letter.</p> <p>4 A. As a consequence, we inform you that</p> <p>11:48:09 5 from this date we consider as terminated in all its</p> <p>6 effects the manufacturing agreement that is</p> <p>7 mentioned herein above.</p> <p>8 Q. Okay. How is it that you came to see</p> <p>9 this letter?</p> <p>11:48:26 10 A. Because it was the end of an agreement.</p> <p>11 Q. Okay. Who -- who sent this letter to</p> <p>12 you?</p> <p>13 A. Adolfo de Basilio.</p> <p>14 Q. Okay. He forwarded it to you?</p> <p>11:48:37 15 A. Yes.</p> <p>16 Q. And do you know --</p> <p>17 A. It was me or to Mr. Debrégeas, Gerard</p> <p>18 Leduc. So it was sent to me afterwards.</p> <p>19 Q. Okay. And was it in or around</p> <p>11:48:44 20 November 14th of 2001 when you first saw this</p> <p>21 letter?</p> <p>22 A. Yes.</p>	<p>11:50:10 1 same time.</p> <p>2 Q. Have you ever seen a patent for</p> <p>3 Omeprazole in Spain under the name of Bentley?</p> <p>4 A. No. But there was a publication that --</p> <p>11:50:19 5 made by Bentley stating they had taken four new</p> <p>6 patents on Omeprazole, and I think it's</p> <p>7 Lanzoprazole as well.</p> <p>8 Q. And is that a press release in the</p> <p>9 United States?</p> <p>11:50:30 10 A. It is a press release --</p> <p>11 Q. Okay.</p> <p>12 A. -- yes.</p> <p>13 I don't recall exactly what type of</p> <p>14 press release it was. It was a press release by</p> <p>11:50:36 15 Bentley.</p> <p>16 Q. Uh-huh. And are you aware of -- that</p> <p>17 under United States law the SEC requires a parent</p> <p>18 company to also report on the activities of its</p> <p>19 subsidiaries in public statements?</p> <p>11:50:52 20 A. Probably. But, I mean --</p> <p>21 Q. Well, okay.</p> <p>22 Back to the patents. Do you know that</p>

40 (Pages 154 to 157)

ESQUIRE DEPOSITION SERVICES
1-866-619-3925

ESQUIRE DEPOSITION SERVICES

		Page 158			Page 160
11:50:58	1	Laboratorios Belmac had patents for Omeprazole in	11:52:58	1	it, but he basic formulation is the same.
	2	Spain?		2	Q. Okay. And is there anything else that
	3	MR. GRACE: Objection.		3	you knew about why this agreement was terminated
	4	Do you mean had patents pending or had		4	that you have not yet -- we have not yet discussed?
11:51:06	5	patents?	11:53:16	5	A. No. That's -- no. We also had an
	6	MS. ABREU: Or had patents, either --		6	aqueous formulation, and it was a -- a change of
	7	either issued patents or pending patents.		7	formulation that there was no reason for
	8	THE WITNESS: Well, it was probably		8	terminating this agreement from the part of
	9	pending patents because we asked Laboratorios		9	Ethypharm at least.
11:51:16	10	Belmac to show us that this formulation was	11:53:34	10	So Belmac terminated and I tell you the
	11	different from what we had, and they -- they		11	reasons I know, which are that they said they
	12	refused to show it to us.		12	wanted to -- to manufacture their own formulation.
	13	We asked them to show us and the		13	Q. And when you say they say, is that
	14	confidentiality, obviously, because we wanted to		14	something that Mr. Herrera said?
11:51:35	15	secure that they were not using our formulation for	11:53:53	15	A. Yes.
	16	continuing manufacturing of Omeprazole, and they		16	Q. Okay. And to your knowledge, the
	17	refused.		17	document marked as Exhibit 11, the manufacturing
	18	And when I left the company, I don't		18	agreement, does that refer to the organic
	19	recall that the patient -- the patents were -- were		19	formulation of Omeprazole or the aqueous
11:51:55	20	issued, but I don't recall.	11:54:08	20	formulation that you mentioned you also had?
	21	BY MS. ABREU:		21	A. Organic.
	22	Q. Okay. So just to help me understand		22	Q. Organic, okay.
		Page 159			Page 161
11:52:02	1	your testimony, did you want to see the Belmac	11:54:14	1	So the termination that the -- of the
	2	patent application to ensure that they were not		2	document marked as Exhibit 12, which terminates the
	3	using --		3	document marked as Exhibit 11, also refers to the
	4	A. Yes.		4	organic --
11:52:11	5	Q. -- Ethypharm's formulation --	11:54:21	5	A. Yes.
	6	A. Right.		6	Q. -- formulation?
	7	Q. -- in that patent application?		7	A. They had no rights to manufacture the
	8	A. Right.		8	aqueous formulation.
	9	Q. Okay. And when you say Ethypharm's		9	Q. Okay. To your knowledge, did Ethypharm
11:52:14	10	formulation, is that the same formulation involved	11:54:29	10	ever give any information to anyone at Belmac about
	11	in the patent infringement suit in Spain?		11	the aqueous formulation?
	12	A. Yes. There is the -- the -- it's the		12	A. Yes. There were some sample -- samples,
	13	same formulation. The one which what -- with which		13	and there is a confidentiality agreement, which was
	14	the product commercialized was effectively		14	signed in this respect.
11:52:32	15	manufactured.	11:54:38	15	Q. Okay. And while we're looking for the
	16	Q. Okay. And is the formulation that is		16	next document, Ms. Joannes, after you saw
	17	involved in the patent infringement suit in Spain		17	Exhibit 12, the letter terminating that contract,
	18	the formulation for which Ethypharm has a patent?		18	did you -- did you follow up on that at all?
	19	A. The formulation in the patent has been		19	Did you do anything in response to
11:52:55	20	improved over the years.	11:55:29	20	that --
	21	Q. Mm-hmm.		21	A. Yes.
	22	A. So there may be slight improvement in		22	Q. Well, what did you do?

41 (Pages 158 to 161)

ESQUIRE DEPOSITION SERVICES
1-866-619-3925

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JT-A-743

ESQUIRE DEPOSITION SERVICES

	Page 162		Page 164
11:55:33 1	A. We tried to consider the consequences of	11:58:05 1	but I don't recall this one.
2	this letter of termination for the business,	2	Q. Okay. Can you tell us who or what this
3	because Ethypharm still had customers supplied from	3	document is?
4	the Belmac factory and also Belmac was buying lots	4	A. Yes. It's a letter, commitment --
5	of Omeprazole granules from Ethypharm under the	5	commitment letter to purchase products.
6	Purchase Agreement that you are going to show me --	6	Q. And which products does it refer to?
7	Q. Mm-hmm.	7	A. It refers to Omeprazole.
8	A. -- the next exhibit.	8	Q. And who is this commitment between,
9	Q. Okay.	9	which companies?
10	(Laughter.)	10	A. Laboratorios Belmac S.A. and
11	Q. You're good.	11	Laboratorios Ethypharm S.A. represented by Adolfo
12	(Laughter.)	12	Herrera and represented by Adolfo de Basilio.
13	Q. So -- so then were you involved then in	13	Q. Thank you.
14	trying to negotiate the fulfillment of these	14	To your knowledge, did anyone -- did
15	orders?	15	either you or anyone at Ethypharm ever suggest to
16	A. Yes --	16	Mr. de Basilio to also include Bentley
17	Q. Okay.	17	Pharmaceuticals as a signatory to the document
18	A. -- yes.	18	marked Exhibit 13?
19	Q. Okay. So let's show you that and then	19	A. No.
20	we'll follow up on that, okay?	20	Q. And do you recall earlier today that it
21	MS. ABREU: If I could please have this	21	was -- that you stated it was your understanding
22	document marked as Exhibit 13.	22	that there were no legal prohibitions from
	Page 163		Page 165
11:56:34 1	(Joannesse Deposition Exhibit No. 13	11:59:15 1	including a parent company along with a subsidiary
2	was marked for identification.)	2	in -- in draft agreements?
3	THE WITNESS: Thank you.	3	MR. GRACE: Objection to the extent it
4	(Witness reviews document.)	4	misstates prior testimony.
5	BY MS. ABREU:	5	BY MS. ABREU:
6	Q. Have you seen Exhibit 13 before?	6	Q. You can answer the question.
7	A. Yes.	7	A. Yes, as I told you, as far as I know.
8	Q. And when was the first time you saw	8	Q. Okay. And as far as you know would
9	Exhibit 13?	9	there have been any legal prohibitions then to
10	A. At the same time as the Exhibit 12, yes,	10	include Bentley Pharmaceuticals as well as Belmac
11	contract -- no, 12 -- 11.	11	as a signatory to Exhibit 13?
12	Q. Okay. So in or around March 23rd of	12	A. No.
13	2000?	13	MR. GRACE: Objection. Vague and overly
14	A. Mm-hmm.	14	general.
15	Q. Did you see Exhibit 13 before it was	15	BY MS. ABREU:
16	signed by Mr. de Basilio?	16	Q. You can answer the question.
17	A. No.	17	A. No, not as far as I know. But I'd like
18	Q. Okay.	18	to say that these type of agreements are really
19	A. I don't recall. I don't recall.	19	working documents --
20	Q. You don't recall?	20	Q. Mm-hmm.
21	A. Yeah. I prefer to say I don't recall	21	A. -- for the daily business.
22	because, you know, we've seen so many documents,	22	So actually it's normal that they are

42 (Pages 162 to 165)

ESQUIRE DEPOSITION SERVICES
1-866-619-3925

e70537fb-d96b-

JT-A-744

ESQUIRE DEPOSITION SERVICES

		Page 166			Page 168
11:59:58	1	between the two Spanish companies because it's in 2 relation with the daily business and more in the 3 strategy -- strategy of the corporation. 4 Q. And is it your knowledge, then, that the	12:02:10	1	A. Yes. Laboratorios Belmac S.A. 2 Q. Okay. And could you please read us the 3 first paragraph and the last paragraph of that 4 letter.
12:00:11	5	day-to-day business was conducted between the two 6 Spanish companies pertaining to Omeprazole? 7 A. Yes, that's my understanding. 8 Q. And is it -- do you have the same 9 understanding that the day-to-day business was also	12:02:21	5	A. We address ourself as the party to the 6 letter of commitment to purchase, which has been 7 signed on the 23rd of March 2000. 8 And the last paragraph, As a 9 consequence, we inform you that from this day that
12:00:22	10	conducted between the two Spanish companies with 11 regard to the other pellet drugs? 12 A. Yes. 13 Q. Okay. 14 MS. ABREU: And then I would like to	12:02:38	10	you should consider us terminating all the effects 11 of this commitment to purchase. 12 Q. Do you recall when was the first time 13 that you saw this letter? 14 A. Yes. At the same time as the
12:00:42	15	have this document marked as the next exhibit, 16 please. 17 (Joannesse Deposition Exhibit No. 14 18 was marked for Identification.) 19 THE WITNESS: Thank you.	12:02:50	15	termination letter of the manufacturing agreement. 16 Q. Okay. Do you recall how you came to see 17 that letter? 18 A. What do you mean by how I came to see? 19 Q. Who showed it to you?
12:01:05	20	21 BY MS. ABREU: 22 Q. Ms. Joannesse, have you seen the	12:03:04	20	A. No, I don't remember who showed it to 21 me, but it was sent to the mother company, to 22 Ethypharm France.
		Page 167			Page 169
12:01:19	1	document marked as Exhibit 14 before? 2 A. Yes. 3 Q. Could you please tell us what that 4 document is.	12:03:14	1	Q. Okay. Did anyone ever explain why 2 Mr. Herrera sent Mr. de Basilio the document marked 3 as Exhibit 14? 4 A. I think the reasons are the same as for
12:01:27	5	5 A. It's a termination letter of the letter 6 committing to purchase product. 7 Q. Okay. So is this, then, the termination 8 letter terminating the document marked as 9 Exhibit 13?	12:03:26	5	the termination of the manufacturing contract, 6 because the two contracts were related together. 7 So I suppose that they didn't -- they considered 8 that they didn't need to purchase any more 9 Omeprazole from -- from Ethypharm because they had
12:01:39	10	10 A. Right. 11 Q. And could you tell us what the date on 12 that letter is? 13 A. Fourteenth of November 2001. 14 Q. And could you tell us who it's from?	12:03:40	10	their own formulation. 11 Q. Because Belmac had its own formulation? 12 A. Yes. 13 Q. Is that the same formulation that Belmac 14 was seeking patents in -- in Spain for?
12:01:48	15	15 A. It's from Laboratorios Belmac. 16 Q. Signed by whom? 17 A. Adolfo Herrera Málaga. 18 Q. And who is it to? 19 A. Laboratorios Ethypharm S.A., Doctor	12:03:50	15	A. I don't know. I haven't seen their 16 formulation -- 17 Q. Okay. 18 A. -- so. 19 Q. But, to your knowledge, is that what
12:01:57	20	20 Adolfo de Basilio. 21 Q. And could you tell us the stationery on 22 which Exhibit 14 is written?	12:03:55	20	Mr. Herrera told the other people at Ethypharm? 21 A. Yes. 22 Q. Okay. Do you -- after you saw this

43 (Pages 166 to 169)

ESQUIRE DEPOSITION SERVICES
1-866-619-3925

e70537fb-d96b-4

JT-A-745

ESQUIRE DEPOSITION SERVICES

		Page 170	Page 172
12:04:05 1	document and received the termination -- and again,	12:05:41 1	MR. GRACE: Objection.
2	I'm referring to the document marked as Exhibit	2	BY MS. ABREU:
3	14 -- did you follow up on this issue at all?	3	Q. You can answer the question.
4	A. Yes, I did.	4	A. Can -- can you just specify your
12:04:15 5	Q. And what did you do?	5	question a little bit?
6	A. Again, the same as for the manufacturing	6	Q. Sure.
7	agreement, considering what would be the	7	You mentioned that you considered the
8	consequences of these termination letters.	8	consequences of the termination of these letters --
9	Q. And what were those consequences?	9	A. Mm-hmm.
12:04:34 10	A. Well, just exactly, if effectively,	10	Q. -- and one of the matters that you
11	Belmac would have a new product on the market after	11	looked into was the formulation that Belmac was
12	termination of the relationship with Ethypharm.	12	going to use --
13	Q. And when you say "new product," do you	13	A. Mm-hmm.
14	mean Omeprazole?	14	Q. -- to continue to manufacture
12:04:52 15	A. Yes. A new formulation, their	15	Omeprazole.
16	formulation of Omeprazole.	16	A. Mm-hmm.
17	Q. Okay. And what did you find?	17	Q. And my question is: Is it your
18	A. I think that is within the infringement	18	understanding that that is the same formulation
19	action, so I don't know if I can tell.	19	that is involved in the patent infringement action
12:05:03 20	Q. Okay. What is it?	20	in Spain between Ethypharm and Belmac?
21	MR. GRACE: Yeah, if this concerns your	21	A. I would think so, yes.
22	things that you -- that investigations that you	22	Q. Okay.
		Page 171	Page 173
12:05:14 1	conducted --	12:06:22 1	MS. ABREU: I think this is a good time
2	THE WITNESS: Mm-hmm.	2	for us to take a little break.
3	MR. GRACE: -- in connection with the	3	THE VIDEOGRAPHER: The time is 12:06:08
4	Spanish infringement action --	4	Off the record.
12:05:19 5	THE WITNESS: Yes.	5	(Whereupon, at 12:06 p.m., a recess was
6	MR. GRACE: -- then I rather you not	6	taken, and the proceedings resumed at 12:21:51 p.m.,
7	going into it here.	7	this same day.)
8	THE WITNESS: Yeah.	8	THE VIDEOGRAPHER: On the record.
9	MR. GRACE: Okay?	9	The time is 12:21:51.
12:05:25 10	THE WITNESS: Okay.	10	BY MS. ABREU:
11	That's what I think as well. That's why	11	Q. Good afternoon, Ms. Joannes.
12	I answered like this.	12	I have a few questions before we break
13	MR. GRACE: Sure.	13	for lunch today.
14	BY MS. ABREU:	14	MS. ABREU: And I'd like to have a
12:05:30 15	Q. Sure.	15	document marked as Exhibit 15.
16	But as far as -- as -- as you are aware	16	(Joannes Deposition Exhibit No. 15
17	then, the new formulation is involved in a patent	17	was marked for Identification.)
18	infringement action in Spain, the one that --	18	THE WITNESS: Thank you.
19	that -- that you investigated; is that correct?	19	BY MS. ABREU:
12:05:38 20	MR. GRACE: Objection.	20	Q. Have you had a chance to review that
21	BY MS. ABREU:	21	document?
22	Q. Without telling me what it is.	22	A. Mm-hmm.

44 (Pages 170 to 173)

ESQUIRE DEPOSITION SERVICES
1-866-619-3925

e70537fb-d96b-4

JT-A-746

ESQUIRE DEPOSITION SERVICES

	Page 174	Page 176
12:23:15 1	Q. Have you seen it before?	12:25:08 1 A. No.
2	A. Yes.	2 Q. Okay. And do you recall whether
3	Q. And what is it?	3 Ethypharm ever gave any intellectual property or
4	A. It's a small manufacturing agreement on	4 any information concerning Indometacina to
12:23:18 5	Indometacina Microgranules.	5 Laboratorios Belmac?
6	Q. And when was the first time you saw this	6 A. Well, for the manufacturer of the
7	manufacturing agreement marked as Exhibit 15?	7 product, Laboratorios Belmac got the manufacturing
8	A. Probably when I started collecting all	8 files, the process, and with the formula.
9	the agreements between the two companies. In 2002,	9 Q. Do you recall who at Laboratorios Belmac
12:23:35 10	something like that.	10 got that file and -- and formula?
11	Q. Okay. And can you tell us what the	11 A. I don't know who got that -- Belmac
12	agreements says, which companies are parties to	12 itself. Again, most probably, someone at the plant
13	this agreement?	13 or the general manager.
14	A. Yes.	14 Q. At the plant in Zaragoza or the
12:23:50 15	Ethypharm S.A. Madrid represented by	15 general --
16	Adolfo de Basilio and Laboratorios Belmac Madrid	16 A. Yes.
17	represented by Adolfo Herrera.	17 Q. -- manager of Belmac?
18	Q. Okay. Could you please tell us where in	18 A. Yeah.
19	this document there is a reference to Bentley	19 Q. Okay. To your knowledge were -- were
12:24:03 20	Pharmaceuticals?	20 those files regarding the manufacture of
21	A. There is no reference to Bentley	21 Inometacina ever given to anyone at Bentley in the
22	Pharmaceuticals in this document.	22 United States?
	Page 175	Page 177
12:24:10 1	Q. Okay. Did you review this document	12:26:07 1 A. I don't know.
2	before it was signed?	2 Q. Would you please turn to the page
3	A. No. This, again, is a small working	3 numbered EP 008101.
4	docket -- document to -- from the manufacturing --	4 A. Mm-hmm.
12:24:20 5	Q. Do you know who drafted it?	5 Q. That's the page with the signatures
6	MR. GRACE: Excuse me. Let her -- let	6 at --
7	her finish.	7 A. Mm-hmm.
8	THE WITNESS: So it's a small -- I was	8 Q. -- the bottom.
9	saying it's a small working document manufacturing	9 Can you tell us the date of that
12:24:27 10	agreement between the two Spanish companies, as it	10 agreement?
11	is Spanish. I imagine it was drafted in Spanish in	11 A. It seems to be 23rd of March 2000.
12	Spain, but I don't know who drafted it. It can be	12 Q. Okay. Do you see under article three --
13	Belmac or anybody charged by this by Ethypharm	13 A. Mm-hmm.
14	Spain.	14 Q. -- that would be the fifth paragraph
12:24:45 15	BY MS. ABREU:	12:26:46 15 down --
16	Q. Okay. And you would agree, would you	16 A. Mm-hmm.
17	not, that this is a manufacturing agreement	17 Q. -- the paragraph that starts with El
18	concerning the drug Indometacina?	18 presente contrato.
19	A. Yes.	19 A. Mm-hmm.
12:24:54 20	Q. Okay. And can you tell us whether there	20 Q. Could you please read us what that
21	is any reference to Mr. Jim Murphy anywhere in this	21 paragraph says?
22	document?	22 A. The present agreement is -- is submitted

45 (Pages 174 to 177)

ESQUIRE DEPOSITION SERVICES
1-866-619-3925

e70537fb-d96b-

JT-A-747

ESQUIRE DEPOSITION SERVICES

Page 178	Page 180
<p>12:27:00 1 to Spanish law and any litigation in relation to 2 this agreement will be -- will be submitted to the 3 Spanish court.</p> <p>4 Q. Okay. Do you recall having ever advised 12:27:18 5 Mr. de Basilio that he should also include courts 6 of the United States has having jurisdictions over 7 any agreements between Ethypharm S.A., Madrid, and 8 Laboratorios Belmac in Spain?</p> <p>9 A. No.</p> <p>10 Q. Okay. Do you recall -- to your 11 knowledge, did anyone else at Ethypharm ever 12 suggest to Mr. De Basilio that he should a clause 13 submitting any contracts between Ethypharm S.A. 14 Spain and Belmac S.A. Spain to jurisdiction of the 15 courts of the United States?</p> <p>16 A. I don't know because I know not.</p> <p>17 Q. Okay. To your knowledge is this 18 manufacturing contract marked as Exhibit 15 still 19 enforced?</p> <p>20 A. In fact, I don't know. I haven't seen 21 any termination letter for this one. So it depends 22 on the terms, I mean, on the duration. It's</p>	<p>12:30:23 1 (Joannesse Deposition Exhibit Nos. 16 2 through 18 were marked for 3 Identification.)</p> <p>4 THE WITNESS: Thank you.</p> <p>12:31:03 5 BY MS. ABREU:</p> <p>6 Q. And Ms. Joannesse, if you could please 7 take your time to review those exhibits.</p> <p>8 And just to make sure we're talking 9 about the same documents, which document do you 10 have -- could you tell me the drug to which 11 Exhibits 16 refers to?</p> <p>12 A. Sixteen is Vincamina -- Vincamine.</p> <p>13 Q. Okay. And 17?</p> <p>14 A. Seventeen is Aspirina.</p> <p>15 Q. And 18?</p> <p>16 A. Piroxicam.</p> <p>17 Q. And have you seen Exhibits 16, 17, and 18 before?</p> <p>19 A. The same contract as for Indometacina.</p> <p>20 They were all done probably together at the same time.</p> <p>21 Q. Okay. So it's the same contract as --</p>
Page 179	Page 181
<p>12:28:26 1 probably -- I haven't seen any office -- any 2 official termination letter like for the Omeprazole 3 for this contract before I left the company in 4 2003.</p> <p>5 Q. Okay. Had you ever heard from anyone 6 that this particular document marked as Exhibit 15 7 had been terminated?</p> <p>8 A. No.</p> <p>9 Q. All right. Do you recall ever 10 suggesting to Mr. de Basilio or to anyone else at 11 Ethypharm that they should include Bentley 12 Pharmaceuticals as the signatory to any agreements 13 with -- alongside Laboratorios Belmac, including 14 the agreement marked as Exhibit 15?</p> <p>15 A. No.</p> <p>16 Q. I'd like to show you another document.</p> <p>17 A. Mm-hmm.</p> <p>18 Q. I'd like to show you another three 19 documents, actually.</p> <p>20 MS. ABREU: If I could have those 21 documents marked as the next three exhibits, 22 please.</p>	<p>12:31:49 1 A. Yeah.</p> <p>2 Q. -- Exhibit 15?</p> <p>3 A. Yes.</p> <p>4 Q. Okay. The same language, the same --</p> <p>5 A. The same language, the same, exactly.</p> <p>6 Everything is the same, that were small contracts.</p> <p>7 And I haven't seen any determination for 8 these, but the production of these products where 9 almost terminated or reduced at different times.</p> <p>10 So I don't know if -- if they're asked of 11 production of these products in Spain.</p> <p>12 Q. Okay. Do you know when the -- the 13 manufacturer of these products was terminated --</p> <p>14 A. No.</p> <p>15 Q. -- or reduced by Belmac?</p> <p>16 A. No. I think it's -- it's little by 17 little was already --</p> <p>18 Q. It was -- would it be --</p> <p>19 A. I think so.</p> <p>20 Q. -- fair to say that it was --</p> <p>21 A. Yeah.</p> <p>22 Q. -- phased out?</p>

46 (Pages 178 to 181)

ESQUIRE DEPOSITION SERVICES
1-866-619-3925

ESQUIRE DEPOSITION SERVICES

	Page 182	Page 184
12:32:35 1	A. Yeah, probably phased out or taken again, taken back the production and taken back in France.	12:34:12 1 Pharmaceuticals is not a party to any of the exhibits of 15 through 18?
2	Q. Okay.	3 A. Yes.
12:32:40 5	A. Yeah.	4 Q. And would you agree, as you mentioned earlier, that you did not suggest to Mr. de Basilio to include Bentley as a party in any agreements, including Exhibits 15 through 18, that he signed with Laboratorios Belmac in Spain?
6	Q. Do you know who decided to phase out projection of -- of the drugs listed in Exhibits 15 through 18?	9 A. Just considering the way you formulated your question as saying any agreement, I can tell on these one, no.
7	A. No. That's a strategy from Ethypharm France from another company.	12:34:28 5
8	Q. From Ethypharm France, okay.	6
9	Do you know who at Ethypharm France made the decision to phase out the production of these drugs?	7
10	A. No, I can't tell exactly, but it's always in the hands of Patrice Debrégeas and Gerard Leduc in the end.	8
11	Q. Okay. Okay.	9
12	A. It's a question of reorganization of the -- the plants.	10
13	Q. Okay. And just to -- to clarify for the record, Ms. Joannesse, would you agree that all of	12:34:52 10
14		11
15		12 Q. These exhibits, 15 through 18?
16		13 A. Yes.
17		14 Q. Okay. How about the Omeprazole contract, which I believe was marked as Exhibit 11?
18		15 A. Yes, the same, because it was done at the same time.
19		16 Q. So, yes, as in --
20		17 A. Just that --
21		12:35:10 20 Q. -- you did not tell them to include --
22		21 A. Just that the terms any in your question --
	Page 183	Page 185
12:33:14 1	the exhibits marked 15 through 18 were signed on March 23rd of 2000?	12:35:14 1 Q. Sure.
2	A. That's what I can read.	2 A. -- could refer to other contracts, and those we have seen them until now.
3	Q. Is that what -- is that consistent with what you see in front of you?	4 Q. Sure. And what I -- so with regard to
5	A. Yeah.	12:35:26 5 Exhibits 11, the Omeprazole agreement signed on March 23rd, 2000 --
6	Q. Do you recall reviewing any of these exhibits or seen any of these exhibits before they were signed?	7 A. Mm-hmm.
7	A. No.	8 Q. -- and Exhibits 15 through 18, is it, then, to clarify for the record, your testimony
8	Q. Would you agree that all of the exhibits marked 15 through 18 were signed -- were between Ethypharm S.A. Madrid represented by Mr. Adolfo de Basilio and Laboratorios Belmac, Madrid,	9 that you did not advise Mr. de Basilio to include Bentley as a party alongside Laboratorios Belmac?
9	represented by Adolfo Herrera?	10 A. Yes.
10	A. Yes.	11 Q. Okay. To your knowledge, did anyone else at Ethypharm suggest to Mr. de Basilio that he should include Bentley Pharmaceuticals, as a party, alongside Laboratorios Belmac in Exhibits 11 or 15 through 18?
11	Q. Would you agree that Exhibits 15 through 18 were all signed by these two gentlemen, Mr. de Basilio and Mr. Herrera, on behalf of Ethypharm S.A. and Laboratorios Belmac?	12 A. To my knowledge, no.
12	A. Yes.	13 Q. To your knowledge was any intellectual
13	Q. Would you agree that Bentley	14 property concerning Vincamina, Aspirina, or Piroxicam ever given to anyone from Ethypharm to anyone at Laboratorios Belmac?
14		15
15		16
16		17
17		18
18		19
19		20
20		21
21		22
22		

47 (Pages 182 to 185)

ESQUIRE DEPOSITION SERVICES
1-866-619-3925

e70537fb-d96b-

JT-A-749

ESQUIRE DEPOSITION SERVICES

	Page 186		Page 188
12:36:18 1	A. Yes, there were -- there some know-how 2 in the formulation and the process, manufacturing 3 process, and this was included in the documents 4 which were handed for the manufacturer of the 5 products.	12:41:09 1	Q. Okay. You'll agree, then, that you were 2 copied in the e-mail sent to Roseline Joannes?
12:36:28 5	6 Q. And do you know to whom those documents 7 were handed at -- at Laboratorios Belmac? 8 A. No -- 9 Q. Okay.	12:41:17 5	A. Yes. 4 Q. Yeah, okay. Can you tell us the date of that document?
12:36:34 10	10 A. -- not specifically. 11 Q. To your knowledge was it somebody at the 12 plant in Zaragoza that these documents were handed 13 to? 14 A. The people at the plant should have them 15 in order to perform the work.	12:41:36 10	12:41:36 10 Mr. de Basilio is -- is arguing about the -- the fact that the delay in the -- in the preparation of this document was not his fault, and he -- he had been considered as faulty in this respect. And he gives the sequence of preparation of this contract and asked if this document was already sent to 16 Mr. Murphy. And that's it.
12:36:45 15	16 Q. Okay. And was any intellectual property 17 or trade secrets regarding any of the drugs in 18 Exhibits -- Exhibits 15 through 18 ever given to 19 anyone at Bentley in the United States?	12:41:56 15	17 Q. Mm-hmm. Now would you agree that in 18 May 16th of 2001 the document marked as Exhibit 11 19 had not yet -- had been signed?
12:37:03 20	20 A. I can't tell. I don't know. 21 Q. Okay. So, to your knowledge, it was not?	12:42:18 20	21 A. Marked as exhibit, yes -- yes, yes, it was signed, yes, obviously. 22 (Laughter.)
	Page 187		Page 189
12:37:13 1	A. To my knowledge, I don't know. 2 MS. ABREU: Okay. I'd like to mark this 3 document for identification as Exhibit 19, I 4 believe.	12:42:29 1	Q. Would you agree that that March 23rd 2 contract for the manufacturing of Omeprazole marked 3 as Exhibit 11 had not yet been canceled -- 4 A. Yes.
12:37:50 5	5 MS. HIGGINS: Mm-hmm. 6 (Joannes Deposition Exhibit No. 19 7 was marked for Identification.) 8 BY MS. ABREU: 9 Q. Ms. Joannes, if you could take some 10 time to review Exhibit No. 19. 11 (Witness reviews document.) 12 Q. Have you seen the document marked as 13 Exhibit 19 before? 14 A. I don't remember. Yeah, probably, I 15 was. I saw it, yeah, because I was copied. I can 16 see, although there is a mistake in my name. 17 Q. Is that -- do you see where it says 18 Roseline Joannes? 19 A. Roseline with double "n" so sometime it 20 doesn't work, but I -- probably I saw it from when 21 it was given to me at the time, yeah, because I was 22 copied in any case.	12:42:41 5	12:42:41 5 Q. -- by May 16th of -- 6 A. Yes. 7 Q. -- 2001? 8 Okay. What is your -- do you see on -- 9 in the first paragraph of this e-mail marked as 12:42:59 10 Exhibit 19 -- 11 A. Mm-hmm. 12 Q. -- do you see the phrase -- and if you 13 could please read it into the English transcript as 14 well, je suis d'accord su le fait de protéger nos intérêts. 15 A. I agree with the fact that we should 16 protect our interests. 17 Q. Do you see -- what is your understanding 18 of what Mr. de Basilio meant when he said that? 19 A. What he meant is that he had the feeling 20 that the relationship between the two companies was 21 not protecting sufficiently the way -- the way we

ESQUIRE DEPOSITION SERVICES

		Page 190	Page 192
12:43:44	1	were -- the agreements under which we were working	12:45:54 1 2000.
	2	were not protecting sufficiently Ethypharm's	2 Q. Mm-hmm. Do you recall being asked to
	3	interests.	3 prepare such an agreement?
	4	Q. Okay. And do you understand that phrase	4 A. Probably. I don't recall very precisely
12:43:52	5	to also refer to the agreement marked as Exhibit 11	5 the moment I was asked to prepare it, but I
	6	as not sufficiently protecting Ethypharm's	6 apparently was asked to prepare it, yeah.
	7	interests?	7 Q. So you recall what it is that they asked
	8	A. I would think so, yeah.	8 you to prepare?
	9	Q. Could you please explain to me the last	9 A. Well, the type of contract was certainly
12:44:06	10	sentence of that paragraph that starts with RJ.	10 a global contract, the type of contract we have
	11	A. Roseline Joannes.	11 always been willing to have, summarizing the
	12	Q. Okay. And could you read that and	12 cooperation between the two groups of company.
	13	explain what SVP is as well, if you could read that	13 Q. And when you mean a global contract,
	14	entire sentence in English.	14 what do you mean by that?
12:44:16	15	A. RJ -- well, forward this -- yeah, the	15 A. Well, something which recognize exactly
	16	trans -- the translation is -- is not exactly the	16 what everyone is doing and what especially that we
	17	meaning.	17 have -- when we had wrote to Belmac, the know-how,
	18	What is -- what is meant is Roseline	18 the technology, the recognition that all these did
	19	please tell him to -- to revise the text rapidly,	19 not belong to Belmac, situation of machines and all
12:44:47	20	please. And tell him that I'm going to -- to be --	20 the things, which were discussed in principal, the
	21	to be -- I'm trying to find the words.	21 agreement in principal, which was not put in -- in
	22	THE INTERPRETER: Upset.	22 writing.
		Page 191	Page 193
12:45:04	1	THE WITNESS: Upset, yeah, I that was	12:46:59 1 Q. Okay. And when you -- you refer to the
	2	not sufficient.	2 situation, the machines, do you refer to the
	3	THE INTERPRETER: Yeah.	3 machines set up or installed in the Zaragoza
	4	THE WITNESS: I'll be upset very soon.	4 facility --
12:45:06	5	BY MS. ABREU:	12:47:08 5 A. Yes.
	6	Q. Okay. And who is SVP? That they ask	6 Q. -- of Belmac?
	7	you to forward to?	7 A. Yes.
	8	A. SVP is please.	8 Q. Okay. And where he says that he -- the
	9	Q. Oh, okay. SVP.	9 last sentence, could you please read the last
12:45:12	10	A. SVP.	10 sentence of that e-mail to us in English.
	11	Q. Okay. And does this -- this quotation	11 A. I ignore if this document has been sent
	12	of -- said that he would be upset soon, is that	12 to Mr. Murphy, but I would like to know who has
	13	Mr. Debrégeas?	13 released the rumor of the delay of one month.
	14	A. Yes. Mr. Debrégeas say he will be very	14 Q. Okay. And when he said this document,
12:45:21	15	upset if he doesn't move forward more rapidly.	15 does -- what -- what is your understanding of what
	16	Q. Okay. And do you see in -- in -- could	16 that refers to?
	17	you please read the second paragraph to us.	17 A. The contract.
	18	A. During the first week of April,	18 Q. The -- the draft contract?
	19	Mr. Alvarez, during the meeting with Mr. Debrégeas,	19 A. The draft of the contract.
12:45:44	20	and talking about the contractor situation was	20 Q. Is this the draft that they -- said that
	21	Belmac asked Roseline Joannes to prepare an	21 they were waiting for you to draft?
	22	agreement that I was waiting since November 22nd,	22 A. Yes, yes.

49 (Pages 190 to 193)

ESQUIRE DEPOSITION SERVICES
1-866-619-3925

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JT-A-751

ESQUIRE DEPOSITION SERVICES

	Page 194	Page 196
12:48:01 1	Q. Okay. Do you recall who asked you to --	12:50:52 1 Q. Do you recall when you began drafting
2	to send that draft to Mr. Murphy?	2 it?
3	A. Yes. Mr. Debrégeas and Mr. Leduc.	3 A. Apparently, too late.
4	Q. And did they tell you why they wanted	4 (Laughter.)
12:48:13 5	to -- you to send that to Mr. Murphy?	12:51:02 5 A. Because my -- well, since that -- well,
6	A. Because when they had to speak about the	6 there is an indication, which is the 1st of May --
7	strategy or -- well, the cooperation between the	7 no, the 21st of May, 2001. So I don't know if it's
8	two companies, everything was going to Mr. Murphy.	8 really the very first draft. No, it's not the very
9	They spoke -- they were speaking directly to	9 first draft. So, probably, I drafted it in April
12:48:30 10	Mr. Murphy.	or something like that.
11	Q. Okay. And when you say between the two	12:51:25 11 Q. Of 2001?
12	companies, you mean Ethypharm and Laboratorios	12 A. 2001.
13	Belmac?	13 Q. Okay.
14	A. No -- well, in fact, between Ethypharm	14 A. Yes. You can see a -- he -- he mentions
12:48:41 15	and Bentley, Ethypharm S.A. Spain and Belmac Spain	15 he made some corrections. He -- he read the
16	Q. Okay. I'd like you to show -- to show	16 document before in April so probably it was
17	you -- let's go to the June 8, 2001 -- another	17 prepared in April.
18	document, which I will ask to be marked as	18 Q. So is it your understanding that
19	Exhibit 20.	19 Exhibit 20 is the draft agreement to which
12:49:12 20	(Joannesse Deposition Exhibit No. 20	20 Exhibit 19 refers?
21	was marked for Identification.)	21 A. I think so, yes.
22	THE WITNESS: Thank you.	22 Q. Okay. And is it your understanding,
	Page 195	Page 197
12:50:10 1	BY MS. ABREU:	12:51:48 1 then, that Exhibit 20 is also the draft agreement
2	Q. Ms. Joannesse, have you seen the	2 that Mr. Leduc and Mr. Debrégeas requested that you
3	document marked as Exhibit 20 before?	3 forward it to Mr. Murphy as referred to in
4	A. Yes.	4 Exhibit 19?
12:50:14 5	Q. And when was the first time you saw the	12:51:59 5 A. Yes.
6	document marked as Exhibit 20?	6 Q. Okay. And do you recall why
7	A. When I prepared it.	7 Mr. Debrégeas and Mr. Leduc wanted you to draft
8	Q. So you drafted this document?	8 this agreement?
9	A. Yes.	9 A. Well, as I -- as -- as mentioned by
12:50:21 10	Q. Okay. Did anyone else assist you in	12:52:20 10 Mr. Leduc, I mean, it's to realize the relationship
11	drafting this document?	11 between Ethypharm and -- and Belmac, because, I
12	A. Well, no. But obviously, this -- the	12 mean, we've been trying for several -- on several
13	terms were discussed with the management of the	13 occasions to -- to have a global agreement, and we
14	company, Mr. Patrice Debrégeas and Gérard Leduc.	14 didn't succeed. Hence, all the small documents,
12:50:35 15	Q. Okay. So you drafted this and you	12:52:41 15 which were assigned.
16	discussed the terms with --	16 Q. Okay. And just to clarify for the
17	A. Yes, yes.	17 record, when you say, as mentioned by Mr. Leduc,
18	Q. -- Mr. Debrégeas and Mr. Leduc?	18 were you looking at --
19	A. Yes.	19 A. The letter of -- addressed to Mr. Murphy
12:50:45 20	Q. Okay. Did -- who asked you to draft	20 and Bentley, dated June 8th, 2001.
21	this document?	21 Q. And is that the page in Exhibit 20
22	A. Mr. Debrégeas, Mr. Leduc.	22 Bates-labeled EP 002011?

50 (Pages 194 to 197)

ESQUIRE DEPOSITION SERVICES
1-866-619-3925

ESQUIRE DEPOSITION SERVICES

	Page 198		Page 200
12:53:02 1	A. Right.	12:55:14 1	belonging to Bentley Pharmaceuticals --
2	Q. Okay. And could you tell us,	2	A. Mm-hmm.
3	Ms. Joannesse, what the -- this draft agreement is	3	Q. -- hereinafter called Belmac Represented
4	about?	4	by its executive director Jim Murphy, could you
12:53:14 5	A. Yes. It's a technology license and	5	please tell us where it says that Mr. Murphy is
6	manufacturing agreement.	6	representing Bentley Pharmaceuticals?
7	Q. And could you will please look at the	7	A. I'd agree with you it's not mentioned as
8	first page of that draft agreement and read to us	8	such in the documents.
9	where it says between the undersigned?	9	Q. Okay. And could you tell us what drugs
12:53:30 10	A. Yes.	10	this document refers to? And perhaps Annex A might
11	Q. Could you please read to us who the	11	be of help to you.
12	undersigned are?	12	A. Yes.
13	A. Ethypharm S.A. with corporate domicile	13	It concerns the different products that
14	at Marques de la Ensenada in Madrid, a company	14	are manufactured by Belmac: Omeprazole, Piroxicam
12:53:41 15	belonging to Ethypharm S.A. 21 ru Saint Matthieu,	15	Vincamine, Aspirine, Indomethacin, and
16	Houdan, France, represented by its president	16	Lanzoprazole.
17	Mr. Patrice Debrégeas; and, on the other part,	17	Q. And to your knowledge were those all the
18	Laboratorios Belmac, S.A. with corporate domicile	18	pellet drugs that Belmac manufactured for Ethypharm
19	at C Montearagon 9, Spain, Madrid, a company	19	in Zaragoza?
12:54:02 20	belonging to Bentley Pharmaceuticals Inc., 65	20	A. Yes.
21	Lafayette Road, Third Floor, North Hampton, USA,	21	Q. Okay. And Ms. Joannesse, when you
22	represented by its Executive Director Ms. -- Mr.	22	drafted the sentence on page 1 that says
	Page 199		Page 201
12:54:12 1	James R. Murphy.	12:56:33 1	Laboratorios Belmac, A company belonging to Bentley
2	Q. Okay. And I believe there was a line	2	Pharmaceuticals, what was your understanding of --
3	above that that you may not have read into the	3	of the phrase, A company belonging to Bentley
4	record. Could you --	4	Pharmaceuticals?
12:54:22 5	A. Hereinafter called Ethypharm and here	5	A. Bentley Pharmaceuticals holds the
6	hereinafter called Bel -- Belmac.	6	capital of Laboratorios Belmac, and is controlling.
7	Q. Okay. So is it your understanding,	7	Q. Is the shareholder both --
8	then, that Mr. Murphy is Executive Director of	8	A. Yeah --
9	Belmac?	9	Q. -- Belmac --
12:54:33 10	A. And Bentley. He's representing both.	10	A. -- it's controlling there, Belmac.
11	He's the Executive Director of Belmac, but in the	11	Q. Did you understand at the time you
12	present case, where -- they were effectively	12	drafted this that Belmac was a subsidiary of
13	signing on behalf of the company Belmac and	13	Bentley?
14	Ethypharm S.A. Spain respectively.	14	A. Yes.
12:54:56 15	Q. Mm-hmm.	15	Q. Okay. Do you know who was involved in
16	A. But we were -- it was an agreement	16	negotiating this agreement?
17	considering all companies --	17	A. In this one?
18	Q. Yeah.	18	Q. This -- I should say this draft, I
19	A. -- or two companies were mentioned, the	19	apologize.
12:55:05 20	two -- the mother company at the same time.	20	A. This draft, yes. Normally, it was James
21	Q. Okay. Could you -- aside from the line	21	Murphy who was the first person to comment on it.
22	that says Laboratorios Belmac S.A., A company	22	Q. Mm-hmm.

51 (Pages 198 to 201)

ESQUIRE DEPOSITION SERVICES
1-866-619-3925

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JT-A-753

ESQUIRE DEPOSITION SERVICES

		Page 202			Page 204
12:57:26	1	A. It was addressed first to him.	12:59:39	1	power for us, do you mean that it was your
	2	Q. And is this the letter that Mr. Gérard		2	understanding?
	3	Leduc sent to Mr. Murphy attaching the agreement --		3	A. That was my understanding, yes. And
	4	A. Yes.		4	each time we had litigation, he was the only one
12:57:36	5	Q. -- on June 8th, 2001?	12:59:49	5	who was able to -- to discuss with Gérard Leduc and
	6	A. Yes.		6	Patrice Debrégeas and take decisions --
	7	Q. Okay. And did Mr. Leduc send this to		7	Q. Mm-hmm.
	8	Mr. Murphy shortly after you had drafted this		8	A. -- in relation with Belmac -- to Belmac.
	9	agreement?		9	Q. Mm-hmm. Did Mr. Murphy ever tell you
12:57:50	10	A. I think so.	13:00:07	10	that Adolfo Herrera did not have the power to
	11	Q. To your knowledge was anyone else		11	negotiate agreements with --
	12	involved in the discussions about this draft?		12	A. I haven't personally talked to
	13	A. I don't know.		13	Mr. Murphy, so he never told me that, and I don't
12:58:04	14	Q. On behalf of Ethypharm was Mr. Leduc		14	if he told it to anybody.
	15	involved in the discussions regarding this draft?	13:00:17	15	Q. Okay. To your knowledge, did anyone
	16	A. Yes, yes. Mr. Leduc would have been		16	ever tell you that Mr. Murphy told them, anyone
	17	involved, yes.		17	else at Ethypharm ever tell you that Mr. Murphy
	18	Q. Anybody else to your knowledge?		18	told them that Mr. Herrera or any of the general
	19	A. Probably Patrice Debrégeas as well, if		19	managers of Belmac did not have the power to
12:58:16	20	needed, yeah.	13:00:32	20	negotiate agreements with Ethypharm?
	21	Q. Okay. Did you draft the letter from		21	A. Nobody told me. But I think Mr. Herrera
	22	Mr. Leduc to Mr. Murphy dated June 8th, 2001, that		22	was in the same position as Adolfo de Basilio.
		Page 203			Page 205
12:58:28	1	is the third page of Exhibit 20?	13:00:41	1	Q. As the general manager --
	2	A. No. I think Mr. Leduc drafted it and		2	A. As a general manager --
	3	sometime I was just rephrasing things, you know --		3	Q. -- of the subsidiary?
	4	Q. Okay.		4	A. -- of the subsidiary.
12:58:40	5	A. -- in English just to -- but the	13:00:47	5	Q. Okay. And you understood, did you not,
	6	content, the ideas, were given by Mr. Leduc.		6	that Mr. Murphy was the president of Laboratorios
	7	Q. Okay. Do you recall who at Ethypharm		7	Belmac?
	8	made the decision to send this draft agreement		8	A. I don't remember exactly his title, but
	9	marked as Exhibit 20 to Mr. Murphy?		9	it seems to be exactly the character in this one.
12:58:56	10	A. Mr. Leduc and Mr. Debrégeas.	13:00:55	10	Q. Of Laboratorios --
	11	Q. Did they ever tell you why they wanted		11	A. Yes.
	12	to send this Exhibit 20 to Mr. Murphy?		12	Q. -- Belmac?
	13	A. Because during all the discussions and		13	A. Yes.
	14	all the cooperation with -- between Ethypharm and		14	Q. Okay.
12:59:14	15	Belmac and Bentley, he was the one who was the --	13:00:58	15	A. It's probably something we checked at
	16	the -- who had the power to decide on this type of		16	the time.
	17	issue for us. I mean, that's --		17	Q. Okay. Was this a document -- this draft
	18	Q. Mm-hmm.		18	marked as Exhibit 20 ever signed?
	19	A. -- any time we had problem and any time		19	A. No.
12:59:32	20	we had to something major to discuss, not the daily	13:01:10	20	Q. Why not?
	21	business, we would refer to him.		21	A. Because we had no answer from Mr. Murphy
	22	Q. Mm-hmm. And when you say he had the		22	for the draft.

52 (Pages 202 to 205)

ESQUIRE DEPOSITION SERVICES
1-866-619-3925

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JT-A-754

ESQUIRE DEPOSITION SERVICES

Page 206	Page 208
<p>13:01:14 1 Q. Oh, he never responded? 2 A. No, not even telling, you know, I 3 received or I'm not the -- the correct person to 4 receive this type of document. If I recall very 13:01:26 5 well, I sent one or two reminders asking for his 6 comments with no answer. 7 Q. Okay. And what did you do after 8 Mr. Murphy never responded to the draft as 9 Exhibit 20?</p> <p>13:01:44 10 A. I didn't do anything. I'm just trying 11 to recall the sequence of events. I'm sorry. 12 Q. No problem. Take your time. 13 A. Yeah -- no, I didn't do anything. 14 And -- and then after I think it's November when 13:02:07 15 they terminated the other contracts. So that's 16 probably why we didn't follow up afterwards. 17 Q. Okay. I believe we need to change 18 tapes, and we'll continue the questions after 19 they've had a chance to do that?</p> <p>13:02:20 20 THE VIDEOGRAPHER: This ends tape number 21 two of the Joannes deposition. 22 The time is 13:02:07.</p>	<p>13:03:46 1 A. That's correct. 2 MS. ABREU: I would like to mark another 3 document as -- for identification as Exhibit 21. 4 (Joannes deposition Exhibit No. 21 was marked for Identification.) 6 BY MS. ABREU: 7 Q. And if you could please review that. 8 (Witness reviews document.) 9 A. Yeah.</p> <p>13:04:14 10 Q. Ms. Joannes, do you -- have you seen 11 the documents marked as Exhibit 21 before? 12 A. Yes. 13 Q. Okay. And could you please tell us what 14 Exhibit 21 is.</p> <p>13:04:22 15 A. Twenty-one is the -- the fax I sent to 16 Mr. Murphy on September 17, 2001, in which I was 17 asking him kindly to answer to my former faxes of 18 June 8th and August 10th, 2001. 19 Q. Okay. And do you understand -- is it your understanding that the faxes you refer to of 21 June 8th is Exhibit 20?</p> <p>13:04:43 20 A. Yes, yes, sorry.</p>
Page 207	Page 209
<p>13:02:27 1 Off the record. 2 (Whereupon, at 13:02:07 p.m., the 3 videographer changed tapes, and the proceedings 4 resumed at 13:02:53 p.m., this same day.)</p> <p>13:02:59 5 THE VIDEOGRAPHER: On the record with 6 tape number three of the testimony of Roseline 7 Joannes in the matter of Ethypharm versus Bentley 8 Pharmaceuticals. 9 The date is July 20th, 2006.</p> <p>13:03:10 10 The time is 13:02:53. 11 EXAMINATION BY COUNSEL FOR THE DEFENDANT 12 (Continued) 13 BY MS. ABREU: 14 Q. Okay. We're back on the record, 15 Ms. Joannes. 16 You mention right before we went off the 17 record that Mr. Murphy never responded to 18 Mr. Leduc's letter of June 8th and the draft 19 contract marked as Exhibit --</p> <p>13:03:29 20 A. Mm-hmm. 21 Q. -- 20 despite the fact that you followed 22 up and tried to get his attention; is that correct?</p>	<p>13:04:52 1 Q. Okay. 2 A. Mm-hmm. 3 Q. And the fax of August 10th, if you could 4 please turn the page --</p> <p>13:04:59 5 A. Mm-hmm. 6 Q. -- to page 2 of Exhibit 21 and tell me 7 if that is the fax that you referred to? 8 A. That's the fax I was referring to. 9 Q. Okay. And what was the -- could you 10 please read what the fax that you sent to 11 Mr. Murphy on August 10th, 2001, states? 12 A. Yes. 13 It say, "Much to our surprise, we 14 haven't received any answer to Mr. Leduc's letter 15 of June 8th, 2001, which was sent to your attention 16 both by fax and by express mail." 17 Do you want me to read more? 18 Q. Please. 19 A. "Could you please let us have some news 20 in this respect and potentially some dates in order 21 to organize a meeting between our two companies." 22 Q. Okay. So is it your recollection, then,</p>

53 (Pages 206 to 209)

ESQUIRE DEPOSITION SERVICES
1-866-619-3925

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JT-A-755

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Page 210	Page 212
<p>13:05:47 1 Ms. Joannesse, that Mr. Murphy never responded to 2 Mr. Leduc's attempts to contact him -- 3 A. Yes. 4 Q. -- with regard to the draft of</p> <p>13:05:55 5 Exhibit 20? 6 A. As far as I know, yes. 7 Q. Okay. As far as you know, okay. 8 I'd like to turn your attention back to 9 Exhibit 20 for a minute to the letter, the -- from</p> <p>13:06:10 10 Mr. Leduc to Mr. Murphy dated June 8th, 2001. 11 A. Mm-hmm. 12 Q. The second to last paragraph, do you see 13 where it says, If you agree, we could meet, 14 preferably in Paris between the 3rd and 6th of</p> <p>13:06:26 15 July 2001. 16 Do you know if such a meeting ever took 17 place? 18 A. No. We got no answer to the -- to the 19 fax.</p> <p>13:06:34 20 Q. Okay. And if you could please turn to 21 page 2 of the draft agreement -- 22 A. Mm-hmm.</p>	<p>13:07:56 1 And what is your understanding of the 2 sentence, We have been -- Ethypharm and Belmac have 3 been cooperating since 1990? 4 Do you -- did you -- was it your 5 understanding that that phrase would refer to 6 Belmac's predecessor Laboratorios Rimafar as well? 7 A. Yes. 8 Q. And could you please turn to page 23 of 9 the draft agreement marked as Exhibit 20.</p> <p>13:08:40 10 A. Twenty-? 11 Q. Three. 12 A. -- three. 13 Q. It's the -- it's labeled EP 002034. 14 A. Mm-hmm.</p> <p>13:08:49 15 Q. And do you see where it says Clause 20 16 Notices? 17 A. Mm-hmm. 18 Q. And do you see where it says be of -- it 19 says, The notifications or communications derived from this Agreement should be sent to the following 21 addresses and fax numbers." 22 And Clause b list an address for</p>
Page 211	Page 213
<p>13:06:53 1 Q. -- marked as Exhibit 20. 2 And do you see where it says 3 paragraph 3? 4 A. Mm-hmm.</p> <p>13:06:59 5 Q. And I will read a portion that into -- 6 of that into the record. 7 It says, Ethypharm and Belmac have been 8 cooperating since 1990 for the manufacture, 9 control, and/or encapsulation and/or conditioning 13:07:13 10 in Belmac's premises of some of Ethypharm's 11 products, listed in Annex A. 12 Is it -- what is your understanding of 13 the word premises as referred to in Paragraph 3? 14 A. It's defined.</p> <p>13:07:32 15 Q. Mm-hmm. 16 A. So there is a definition. And it's 17 defined in 1.8 page 5. 18 Q. Mm-hmm. 19 A. "Premises shall mean Belmac's factory</p> <p>13:07:45 20 located at Zaragoza, Polígono Malpica Calle C 4 21 Spain." 22 Q. Great. Thank you.</p>	<p>13:09:08 1 Ethypharm S.A. Madrid to the attention of 2 Mr. Patrice Debrégeas -- 3 A. Mm-hmm. 4 Q. -- with copy do Ethypharm S.A. in Saint Cloud, France -- 6 A. Mm-hmm. 7 Q. -- is that correct? 8 A. Yes. 9 Q. And do you see where it says For Laboratorios Belmac in Clause a? 11 A. It doesn't say anything because it had to be filled in. 13 Q. It had to be filled in? 14 A. Yeah. 15 Q. Okay. 16 A. So probably we would have this copy to Bentley as well. 18 Q. Okay. 19 A. Yes. 20 Q. And is there anyplace in here that says for Labor -- for Bentley, any contact information for Bentley Pharmaceuticals?</p>

54 (Pages 210 to 213)

ESQUIRE DEPOSITION SERVICES
1-866-619-3925

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JT-A-756

ESQUIRE DEPOSITION SERVICES

	Page 214		Page 216
13:09:41 1	A. It had to be filled in. So, I mean, no,	13:11:09 1	A. No.
2	it's very frequent in a draft like that when you	2	Q. Okay. Did anyone from Belmac ever
3	don't have all the elements of each party fill in	3	respond to this draft?
4	where -- where the notice has to be sent --	4	A. Not as far as I know.
13:09:52 5	Q. Okay.	13:11:16 5	Q. Okay.
6	A. -- so.	6	MS. ABREU: If I could have this
7	Q. Why didn't pre-draft for Bentley?	7	document marked as Exhibit 22, please.
8	A. I couldn't have done pre-drafted -- a	8	(Joannes Deposition Exhibit No. 22
9	pre-draft probably, but, I mean, I didn't do it --	9	was marked for Identification.)
13:10:03 10	Q. Okay.	13:12:11 10	(Witness reviews document.)
11	A. -- so.	11	BY MS. ABREU:
12	Q. Okay. And could you please turn to	12	Q. Ms. Joannes, do you recall seeing
13	page 26 of the draft agreement marked as	13	Exhibit 22 before?
14	Exhibit 20, and that is, for clarity of the	14	A. I probably have seen it because I signed
13:10:16 15	record --	13:12:17 15	it so --
16	A. Yeah.	16	Q. Okay.
17	Q. -- EP 002037.	17	A. -- I sent it.
18	And do you see the signature line that	18	Q. You sent it from your e-mail address at
19	you drafted signed at Madrid --	19	Ethypharm --
13:10:25 20	A. Yes.	13:12:22 20	A. Yes.
21	Q. -- of -- for Ethypharm S.A. Mr. Patrice	21	Q. -- to Mr. Herrera at Belmac?
22	Debrégeas?	22	A. Yes, apparently, yeah.
	Page 215		Page 217
13:10:30 1	A. Mm-hmm.	13:12:26 1	Q. Okay. And do you agree that the date on
2	Q. And for Belmac S.A., Mr. James Murphy --	2	that is March 21, 2002?
3	A. Mm-hmm.	3	A. Yes.
4	Q. -- Executive Director?	4	Q. And what is this about?
13:10:36 5	A. Mm-hmm.	13:12:38 5	A. I think it is in relation with another
6	Q. Is there any a signature line for	6	agreement which was proposed by Belmac after a
7	Bentley --	7	meeting in France, but that doesn't relate to the
8	A. No.	8	one we have just seen.
9	Q. -- by Mr. James Murphy?	9	Q. Okay. And when you say after a meeting
13:10:44 10	A. But this is -- mine was what we had put	10	in France, do you -- do you recall whether that
11	on the first page.	11	meeting took place approximately in February of
12	Q. Okay.	12	2002?
13	A. So, I mean, the agreement is between the	13	A. I would imagine so.
14	two companies, but it doesn't mean that the mother	14	Q. Okay. In Saint Cloud?
13:10:49 15	companies are not involved in the negotiation.	15	A. Yeah.
16	Q. Okay. So the agreement is between	16	Q. Okay. And do you see where it says,
17	Ethypharm S.A. and Belmac?	17	Please find attached -- "Dear Mr. Herrera, please
18	A. And Belmac, yes.	18	find attached anticipated copy by e-mail of
19	Q. Okay. Okay. Do you recall whether	19	Mr. Leduc's letter and of your revised proposal."
13:11:01 20	Mr. Herrera ever responded to this draft --	20	Is it your recollection that Mr. Herrera
21	A. No.	21	revised a proposal that was drafted by Ethypharm
22	Q. -- of Exhibit 20?	22	or --

55 (Pages 214 to 217)

ESQUIRE DEPOSITION SERVICES
1-866-619-3925

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ESQUIRE DEPOSITION SERVICES

	Page 218	Page 220	
13:13:48 1	A. No, it's the -- it's the opposite. And	13:15:50 1	And we -- we were willing to -- to --
2	your revised proposal, and your revised proposal.	2	to -- to -- I think there was further discussion to
3	I don't know exactly what it refers. I	3	make sure that we would continue the cooperation as
4	don't know if you have the attachment. It's	4	long as we needed it for our customers.
13:14:04 5	difficult for me to -- to know --	13:16:08 5	Q. Okay. And also just to clarify for the
6	Q. Sure.	6	record, as you -- you mentioned that you wanted to
7	A. -- because I know that I reviewed	7	discuss, and then you pointed to this with
8	something to propose something after the meeting,	8	Mr. Herrera, did you point to the document marked
9	which was so ministral (sic) as a supply agreement	9	as Exhibit 20?
13:14:16 10	only.	13:16:22 10	A. This one (indicating) you mean? This?
11	Now it's difficult for me to -- to say	11	Q. The one below that. You had pointed to
12	exactly what it is all about.	12	the document below that saying that you wanted to
13	Q. Okay.	13	discuss this with Mr. Herrera.
14	MS. ABREU: Counsel, I believe we have	14	A. No, I said that -- I didn't say we
13:14:24 15	requested the attachments to this e-mail before,	15	wanted -- or I mis -- mis -- I didn't express me
16	and I would request that they please be produced in	16	correctly. But --
17	time for me to question Ms. Roseline Joannesse this	17	Q. Sure.
18	afternoon.	18	A. -- what I said we want -- that's the
19	We've requested this before at a prior	19	type of agreement we wanted to sign with Belmac,
13:14:35 20	deposition, and they have not been forwarded to us.	20	the one that was sent to Mr. Murphy.
21	BY MS. ABREU:	21	Q. And is that the one marked as exhibit --
22	Q. Was it your recollection, Ms. Joannesse,	22	A. As Exhibit 20 -- 20.
	Page 219	Page 221	
13:14:41 1	that -- did this letter refer to Exhibit 20 at all?	13:16:51 1	Q. Okay.
2	A. I don't know. Frankly, I don't know.	2	A. That's the one we -- we intended to --
3	Q. Okay.	3	to sign, because it was recognizing a certain
4	A. I -- I don't think so or maybe, but I	4	number of things, especially in industrial
13:14:58 5	don't think so. I just don't know.	5	property.
6	Q. Okay.	6	Q. Okay.
7	A. It's possible but, no, I don't think so.	7	A. Now if I recall, after the meeting,
8	Q. Okay. And do you recall --	8	we -- I think I got a mere supply agreement, which
9	A. No.	9	was absolutely different from what we had proposed
13:15:13 10	Q. -- why you negotiated the drafts	13:17:11 10	initially --
11	referred to in Exhibit 22 with Mr. Herrera?	11	Q. And is this after the February --
12	A. In fact, what we wanted to have this	12	A. Yes, after --
13	draft discussed in the initial proposal, this	13	Q. -- 2002 meeting?
14	proposal, but I think, if I remember well, it came	14	A. Yes, yes.
13:15:33 15	back with -- it was after the termination of the --	13:17:17 15	So that was not the same type of
16	of the contract presented. Yes, it was after	16	document at all.
17	termination of the Omeprazole contracts.	17	Q. And who sent you that supply agreement
18	Q. And -- and by that, just to clarify for	18	after the meetings of February of 2002?
19	the record, do you mean Exhibit 11?	19	A. It came through Adolfo de Basilio.
13:15:48 20	A. Yes --	13:17:34 20	Q. Okay. Do you know who gave it to
21	Q. Okay.	21	Mr. de Basilio?
22	A. -- I think so.	22	A. I think it's Belmac.

56 (Pages 218 to 221)

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1-866-619-3925

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JT-A-758

ESQUIRE DEPOSITION SERVICES

	Page 222	Page 224
13:17:41 1	Q. Mr. Herrera?	13:19:30 1 A. Yes, yes. And that's exactly what I was
2	A. Yes.	2 telling you.
3	Q. So your recollections were the draft	3 This is what we received after the
4	contracts that were attached to the e-mail marked	4 meeting of February and there was -- there was a
13:17:49 5	as Exhibit 22 ever signed or executed by anyone at	5 problem of e-mails, because it came through the
6	Belmac?	6 Spanish subsidiary and -- and it reached us very,
7	A. No.	7 very late, more than two weeks late.
8	Q. Okay. Were they ever signed or executed	8 I don't know what happened to the e-mail
9	by anyone at Bentley?	9 system, and it was -- it was stuck in the e-mail
13:17:58 10	A. No.	10 system. And -- and -- well, we got it very late.
11	Q. Okay.	11 Q. Mm-hmm.
12	MS. ABREU: I'd like to have this	12 A. And, in fact, as -- as mentioned by
13	document marked as Exhibit 23, please.	13 Mr. Leduc, this is a document in order to enable
14	(Joannesse Deposition Exhibit No. 23	14 the product to continue to be manufactured in the
13:18:23 15	was marked for Identification.)	15 plant after termination of the -- of the -- the
16	THE WITNESS: That's the document, this	16 other agreements because they -- we were faced with
17	e-mail is referring to.	17 a problem with our customers and -- but that was
18	BY MS. ABREU:	18 not the type of agreement we -- which corresponded
19	Q. Oh, is it Exhibit 23?	19 to what had been discussed.
13:18:52 20	A. It's Exhibit 23.	13:20:00 10 And I made modification in this text,
21	Q. Okay. And is that -- to your	21 which are underlined to improve it a little bit and
22	recollection is Exhibit 23 the document that was	22 to -- to cover -- it would better our interest
	Page 223	Page 225
13:18:54 1	attached to that e-mail?	13:20:56 1 because it was really a, again, a small agreement.
2	A. Yes.	2 Q. Sure. And just to clarify a couple of
3	Q. Okay.	3 things, Ms. Joannesse, you testified that
4	A. You can see it because -- and then	4 Mr. Leduc, in the letter dated March 21, 2002,
13:18:57 5	you'll see the first Word document is called	5 marked as Exhibit 21, referred to the attached
6	Belmac020321.	6 draft manufacturing agreement for the product.
7	Q. Mm-hmm.	7 A. Mm-hmm.
8	A. And it is the letter sent by Mr. Leduc,	8 Q. What do you mean by "the product"?
9	a copy of the e-mail letter -- e-mail, the letter	9 A. Omeprazole and --
13:19:07 10	sent by Mr. Leduc.	10 Q. Okay.
11	Q. Mm-hmm.	11 A. -- I don't remember what was inside.
12	A. And the revised, it's the Suministro02B	12 Yeah, so Omeprazole, you had a different
13	it says, Supply Agreement.	13 set of -- of products: Indometacina, Piroxicam,
14	Q. Okay. Thank you for clarifying that.	14 Aspirina, and Lanzoprazole. Always the same.
13:19:19 15	MR. GRACE: So I guess it has been	15 Q. Okay. And is that what is in the Annex
16	produced.	16 to page 5 of Exhibit 23?
17	MS. ABREU: Yeah.	17 A. Page 5, yes.
18	BY MS. ABREU:	18 Q. Okay. And when you say the canceled --
19	Q. Yeah. Thank you for clarifying that,	19 the one you said earlier the canceled --
13:19:23 20	Ms. Joannesse.	20 Exhibit 23, the cover letter from Mr. Leduc, also
21	And have you seen these doc -- the	21 refers to -- they were attempting to negotiate this
22	document marked as Exhibit 23 before?	22 to replace the other agreement that was cancelled.

57 (Pages 222 to 225)

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1-866-619-3925

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JT-A-759

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	Page 226	Page 228
13:22:01 1	Is that -- do you -- are you referring 2 to Exhibit 11 when you mentioned the other 3 agreement?	13:24:11 1 protect -- 2 A. Mm-hmm. 3 Q. -- Ethypharm's interests on -- starting 4 on the second page of Exhibit 23, okay?
13:22:11 5	A. Yes, when -- because we had -- because the others had been canceled, the Exhibit 11 had been canceled.	13:24:16 5 A. Mm-hmm. 6 Q. Can you please tell us where it says, 7 Entre, which I believe, and correct me if I'm 8 wrong, means between -- 9 A. Mm-hmm.
13:22:25 10	Q. Okay. A. We were faced with a situation where Belmac would not supply anymore -- would not manufacture any more of the products --	13:24:27 10 Q. -- in Spanish. 11 Could you tell us who that agreement is between? 13 A. Yes. It's between Laboratorios Belmac 14 S.A. Madrid, and Laboratorios Ethypharm industry 15 S.A., Houdan, France.
13:22:32 15	Mr. Leduc to Mr. Herrera, page 1 of Exhibit 23? A. Again, as I told you before, they were drafting their own letter, and I would review the wording, particularly in English.	13:24:46 15 Q. And who is representing Laboratorios Belmac S.A. Madrid? 18 A. Mr. Herrera. 19 Q. And who is representing Ethypharm 20 Industries in France?
13:22:51 20	Q. Okay. Do you recall reviewing the wording of this particular letter? A. Most probably on this particular one. Q. And when you mentioned that -- you	21 A. Mr. Leduc -- 22 Q. Okay.
	Page 227	Page 229
13:23:00 1	mentioned that the changes to the draft agreement 2 that starts on the second page of Exhibit 23, you 3 mentioned that you had made those changes. 4 Did anyone request you to make those 5 changes?	13:25:00 1 A. -- as president. 2 Q. And could you please tell us, 3 Ms. Joannesse, where in this agreement you made a 4 revision to include Bentley Pharmaceuticals as a 5 party?
13:23:14 5	A. There were -- the -- the agreement was submitted to me, and I considered it was not sufficient to cover our -- our interest in the -- in the situation. So I made the changes. And each	6 A. I didn't include Bentley because, again, 7 it was a small manufacturing agreement. 8 Q. Okay. But you will agree, do you not, 9 as you mentioned earlier, that there was nothing, 10 no legal impediment to your including Bentley 11 Pharmaceuticals alongside Laboratorios Belmac in 12 this draft?
13:23:29 10	time, when I was preparing the agreement like that, 11 I would show it to Mr. Leduc who would agree, or 12 not, to the changes I've made. That's usually it.	13 A. As I said before, as far as I know -- 14 Q. Okay.
13:23:45 15	Q. Mm-hmm. Do you recall who gave you that agreement for you to review and revise? A. Well, I told you it derived through Adolfo de Basilio. So probably Adolfo sent it directly to -- to me or to Mr. Leduc. I don't know. But, as I told you, we had -- I had a problem, a technical problem, in getting this agreement.	15 A. -- yes. 16 Q. Let's go back to the cover letter. 17 Do you see where it says in paragraph 3, 18 As you know, we -- we view this as a most important 19 matter and are asking our U.S. Attorney to review 20 it?
13:24:00 20	Q. Okay. And after you had revised this -- let's look at the revision that you made to	21 A. Mm-hmm. 22 Q. What is your understanding of that

58 (Pages 226 to 229)

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